TCS/BB/SE/96/2018-19

August 7, 2018

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai
Kind Attn: Manager, Listing Department
Scrip Code: TCS

BSE Limited
P. J. Towers, Dalal Street
Mumbai
Kind Attn: General Manager,
Department of Corporate Services
Scrip Code No. 532540 (BSE)

Dear Sirs,

Sub: Public Announcement and Shareholder Resolution for Buyback of Equity Shares - Disclosure under SEBI (Buy-back of Securities) Regulations, 1998

This has reference to our letter dated June 15, 2018 wherein we have informed that the Board of Directors of the Company has approved the buyback of equity shares subject to approval of the Members by way of a Special Resolution passed through Postal Ballot.

Further, vide our letter dated August 4, 2018, we have informed that the Members of the Company have approved the special resolution for buyback of equity shares of the Company.

Pursuant to Regulation 5(2) of the SEBI (Buy-back of Securities) Regulations, 1998 (Buyback Regulations), please find attached a copy of special resolution passed by the Members for your records.

Further, pursuant to Regulation 8(1) of the Buyback Regulations, please find enclosed a copy of the Public Announcement dated August 6, 2018 filed with the Securities and Exchange Board of India and published in the newspapers viz., Financial Express (English), Jansatta (Hindi) and Loksatta (Marathi) on August 7, 2018.

This is for your information and records.

Thanking you,
Yours faithfully,

For **Tata Consultancy Services Limited**

Rajendra Moholkar
Company Secretary

Encl: As above
cc:
National Securities Depository Limited
Central Depository Services (India) Limited
TSR Darashaw Limited

CERTIFIED COPY OF THE SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY THROUGH POSTAL BALLOT PROCESS FOR BUYBACK OF EQUITY SHARES ON AUGUST 4, 2018

"**RESOLVED THAT** pursuant to Article 11 of the Articles of Association of the Company and the provisions of Sections 68, 69, 70 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("**Act**"), the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Management and Administration) Rules, 2014, to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 ("**Buyback Regulations**"), as amended from time to time, and subject to such other approvals, permissions, sanctions and exemptions as may be necessary and subject to such conditions and modifications, if any, as may be prescribed or imposed by the appropriate authorities while granting such approvals, permissions, sanctions and exemptions, which may be agreed to by the Board of Directors of the Company ("**Board**", which expression shall include any Committee constituted/to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution), consent of the Members be and is hereby accorded for the buyback by the Company of its fully paid-up equity shares of face value of ₹1 (Rupee One) each ("**Equity Shares**") up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares (representing 1.99% of the total issued and paid-up equity share capital of the Company) at a price of ₹2,100 (Rupees two thousand one hundred only) per Equity Share payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., which is not exceeding 25% of the aggregate of the paid-up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018, out of the free reserves of the Company (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act, from the Members of the Company, as on the record date, on a proportionate basis, through the Tender Offer route through Stock Exchange mechanism as prescribed under the Buyback Regulations ("**Buyback**")."

"**RESOLVED FURTHER THAT** the Company, to the extent legally permissible, implement the Buyback using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015."

"**RESOLVED FURTHER THAT** the Company may buyback Equity Shares from all the existing Members holding Equity Shares of the Company on a proportionate basis, provided that 15% (fifteen percent) of the number of Equity Shares which the Company proposes to Buyback or number of Equity Shares entitled as per the shareholding of small shareholders as on the record date, whichever is higher, shall be reserved for the small shareholders, as prescribed under Regulation 6 of the Buyback Regulations."

TATA CONSULTANCY SERVICES
Tata Consultancy Services Limited
9th Floor Nirmal Building Nariman Point Mumbai 400 021
Tel 91 22 6778 9595 Fax 91 22 6778 9660 e-mail corporate.office@tcs.com website www.tcs.com
Registered Office 9th Floor Nirmal Building Nariman Point Mumbai 400 021.
Corporate Identification No. (CIN) : L22210MH1995PLC084781

"**RESOLVED FURTHER THAT** the Buyback of Equity Shares from non-resident Members of the Company, including Overseas Corporate Bodies (OCBs), Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors (FPIs), Members of foreign nationality, etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any."

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the power(s) conferred hereinabove as it may in its absolute discretion deem fit, to any Committee of Director(s)/ any one or more Director(s)/Officer(s)/Authorised Representative(s) ("Buyback Committee") of the Company in order to give effect to this resolution, including but not limited to finalizing the terms of the Buyback such as record date, entitlement ratio, the time frame for completion of Buyback; appointment of brokers, lawyers, depository participants, escrow agents, advisors, consultants/ intermediaries/agencies, as may be required, for implementation of the Buyback; preparation, finalizing, signing and filing of the Public Announcement, Draft Letter of Offer/Letter of Offer with the Securities and Exchange Board of India ("SEBI"), the stock exchanges where the Equity Shares are listed and other appropriate authorities and to make all necessary applications to the appropriate authorities for their approvals including but not limited to approvals as may be required from SEBI, RBI under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder; and to initiate all necessary actions for preparation and issue of various documents including letter of offer, opening, operation and closure of necessary bank accounts including escrow account, entering into agreements, release of public announcement, filing of declaration of solvency, obtaining all necessary certificates and reports from statutory auditors and other third parties as required under applicable law, extinguishment of dematerialized shares and physical destruction of share certificates in respect of the Equity Shares bought back by the Company, and such other undertakings, agreements, papers, documents and correspondence, under the Common Seal of the Company, as may be required to be filed in connection with the Buyback with SEBI, RBI, stock exchanges, Registrar of Companies, Depositories and/or other regulators and statutory authorities as may be required from time to time".

"**RESOLVED FURTHER THAT** nothing contained herein shall confer any right on the part of any Members to offer and/or any obligation on the part of the Company or the Board or the Buyback Committee to Buyback any shares, and/or impair any power of the Company or the Board or the Buyback Committee to terminate any process in relation to such Buyback, if so permissible by law."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board and the Buyback Committee be and are hereby empowered and authorised severally on behalf of the Company to accept and make any alteration(s), modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the Buyback, in accordance with the statutory requirements or any conditions laid down by any authority while giving its approval as well as to give such directions as may be necessary or desirable, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as the Board and /or any person authorised by the Board of Directors may, in absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters consequential to the Buyback without seeking any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution."

For Tata Consultancy Services Limited

Rajendra Moholkar
Company Secretary
Membership No. ACS-8644
9th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021

Date: August 4, 2018.

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 **("Act")**

APPROVAL FOR BUYBACK OF EQUITY SHARES

The Board of Directors of the Company at its meeting held on Friday, June 15, 2018 ("**Board Meeting**") has, subject to the approval of the Members of the Company by way of Special Resolution and subject to such approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved buyback of fully paid-up Equity Shares of face value of ₹1 (Rupee One) each ("**Equity Shares**") up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares, on a proportionate basis through the "Tender Offer" route through Stock Exchange mechanism in accordance with the Act, the Companies (Share Capital and Debentures) Rules, 2014, Companies (Management and Administration) Rules, 2014, to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, ("**Buyback Regulations**"), as amended from time to time, read with the Securities and Exchange Board of India Circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 ("**SEBI Circular**") at a price of ₹2,100 (Rupees two thousand one hundred only) per Equity Share payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees Sixteen thousand crore only) ("**Offer Size**") excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc. ("**Buyback**"). The Buyback is within 25% of the aggregate of paid-up capital and free reserves of the Company as per audited financial statements of the Company as on March 31, 2018 (the last audited financial statements available as on the date of Board Meeting recommending the proposal of the Buyback). The Offer Size of the Buyback constitutes 21.54% of the aggregate paid-up share capital and free reserves of the Company, and represents 1.99% of the total issued and paid-up equity share capital of the Company.

Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, it is necessary to obtain the consent of the Members of the Company, for the Buyback, by way of a special resolution. Accordingly, the Company is seeking your consent by means of postal ballot for the aforesaid proposal as contained in the Resolution provided in this Notice.

Requisite details relating to the Buyback are given below:

(a) Objective of the Buyback

The current Buyback is a capital allocation decision taken with the objective of improving the Company's Return on Equity and increasing shareholder value in the longer term.

(b) Maximum number of securities that the Company proposes to buyback

The Company proposes to buyback up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares of face value of ₹1 (Rupee One) each of the Company.

(c) Buyback Price and basis of determining the price of the Buyback

The Equity Shares of the Company are proposed to be bought back at a price of ₹2,100 (Rupees two thousand one hundred only) per share ("**Offer Price**"). The Offer Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**") where the Equity Shares of the Company are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per share.

The Offer Price represents:

(i) Premium of 31.72% and 32.21% to the volume weighted average market price of the Equity Share on BSE and NSE, respectively, during the three months preceding the date of intimation to the Stock Exchanges for the Board Meeting to consider the proposal of the Buyback.

(ii) Premium of 17.91% over the closing price of the Equity Share on BSE and NSE, as on June 12, 2018, being the date on which the Company intimated to the Stock Exchanges of the date of the Meeting of the Board of Directors wherein proposal of the Buyback was considered.

The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up capital and free reserves after the Buyback.

(d) Maximum amount required for Buyback, its percentage of the total paid-up capital and free reserves and source of funds from which Buyback would be financed

The maximum amount required for Buyback will not exceed ₹16,000 crore (Rupees sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc. The said amount works out to 21.54% of the aggregate of the fully paid-up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018 which is within the prescribed limit of 25%.

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The funds for the implementation of the proposed Buyback will be sourced out of the free reserves of the Company (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act.

The Company shall transfer from its free reserves, a sum equal to the nominal value of the equity shares so bought back to the Capital Redemption Reserve Account and details of such transfer shall be disclosed in its subsequent audited financial statements.

The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback.

(e) Method to be adopted for the Buyback

The Buyback shall be on a proportionate basis through the "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges" as prescribed under the SEBI Circular. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.

As required under the Buyback Regulations, the Company will announce a record date ("**Record Date**") for determining the names of the Members holding Equity Shares of the Company who will be eligible to participate in the Buyback ("**Eligible Shareholder(s)**"). Consequent to the approval of the Buyback, Eligible Shareholders will receive a Letter of Offer along with a Tender/Offer Form indicating their entitlement.

The Equity Shares to be bought back is divided in two categories:

(i) Reserved category for small shareholders; and

(ii) General category for all other shareholders.

As defined in Regulation 2(1)(la) of the Buyback Regulations, a "small shareholder" is a shareholder who holds equity shares having market value, on the basis of closing price on Stock Exchanges having highest trading volume as on the Record Date, of not more than ₹2,00,000 (Rupees two lakhs only).

In accordance with Regulation 6 of the Buyback Regulations, 15% (Fifteen percent) of the number of Equity Shares which the Company proposes to buyback or such number of Equity Shares entitled as per the shareholding of small shareholders as on the Record Date, whichever is higher, shall be reserved for the small shareholders as part of this Buyback.

Based on the holding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs.

Shareholders' participation in Buyback will be voluntary. Eligible Shareholder(s) holding Equity Shares of the Company can choose to participate and get cash in lieu of shares to be accepted under the Buyback or they may choose not to participate. Eligible Shareholder(s) holding Equity Shares of the Company may also accept a part of their entitlement. Eligible Shareholder(s) holding equity shares of the Company also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other shareholders, if any.

The maximum tender under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by the shareholder as on the Record Date.

The equity shares tendered as per the entitlement by Eligible Shareholder(s) holding equity shares of the Company as well as additional shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI Circular.

Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer to be sent to the Eligible Shareholder(s).

(f) Time limit for completing the Buyback

The Buyback, subject to the regulatory consents and approvals, if any, is proposed to be completed within 12 months from the date of passing of special resolution by the Members.

(g) Compliance with Section 68(2)(c) of the Act

The aggregate paid-up share capital and free reserves as on March 31, 2018 is ₹74,271 crore (Rupees seventy four thousand two hundred and seventy one crore only). Under the provisions of the Act, the funds deployed for the Buyback cannot exceed 25% of the aggregate of the fully paid-up share capital and free reserves of the Company i.e. is ₹18,568 crore (Rupees eighteen thousand five hundred and sixty eight crore only). The maximum amount proposed to be utilized for the Buyback, is not

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exceeding ₹16,000 crore (Rupees sixteen thousand crore only) and is therefore within the limit of 25% of the Company's fully paid-up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018 (the last audited financial statements available as on the date of Board Meeting recommending the proposal for the Buyback).

(h) Details of holding and transactions in the shares of the Company

The aggregate shareholding of the Promoter Companies, Directors of the Promoter Companies and of the Directors and Key Managerial Personnel of the Company as on June 15, 2018, are as follows:

i. Aggregate shareholding of the Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
1	Tata Sons Limited	2,75,22,37,822	71.89
2	Tata Investment Corporation Limited	10,54,220	0.03
3	Tata Steel Limited	47,608	0.00
4	Tata Industries Limited	7,220	0.00
5	The Tata Power Company Limited	766	0.00
	Total	**2,75,33,47,636**	**71.92**

ii. Aggregate shareholding of the Directors of Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
	Tata Sons Limited		
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mrs. Farida Khambata	6,000	0.00
3	Mr. Harish Manwani*	4,000	0.00
4	Mr. Bhaskar Bhat	160	0.00
	Tata Investment Corporation Limited		
1	Mr. Noel N. Tata*	22,49,084	0.06
2	Mr. Farokh N. Subedar*	10,306	0.00
3	Mr. Pradip P. Shah*	5,150	0.00
4	Mr. Amit N. Dalal*	4,094	0.00
5	Mr. Ardeshir B. Dubash*	3,460	0.00
6	Mr. Zubin S. Dubash	2,782	0.00
7	Mr. Hoshang N. Sinor*	88	0.00
	Tata Steel Limited		
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Narendran T. V.*	272	0.00
	Tata Industries Limited		
1	Mr. Farokh N. Subedar*	10,306	0.00
	The Tata Power Company Limited		
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Ashok Sethi*	272	0.00

**includes shares held jointly with relative*

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iii. Aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on June 15, 2018:

Sr. No.	Name	Designation	Number of Equity Shares Held	% Shareholding
1.	Mr. N. Chandrasekaran	Chairman	1,77,056	0.00
2.	Mr. Rajesh Gopinathan	Chief Executive Officer and Managing Director	2,260	0.00
3.	Mr. N. Ganapathy Subramaniam	Chief Operating Officer and Executive Director	1,97,760	0.00
4.	Ms. Aarthi Subramanian	Non-Executive Director	5,600	0.00
5.	Mr. Ramakrishnan V.	Chief Financial Officer	2,000	0.00
6.	Mr. Rajendra Moholkar	Company Secretary	364	0.00

iv. Aggregate shares purchased or sold by the Promoter Companies, Directors of the Promoter Companies and Directors and Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved till the date of this Notice:

a. Aggregate of shares purchased or sold by the Promoter Companies:

Name	Aggregate number of shares purchased/sold	Nature of transactions	Maximum price per share (₹)	Date of maximum price	Minimum price per share (₹)	Date of minimum price
Tata Sons Limited	3,12,69,000	Sale	2,876.46	March 13, 2018	2,872.19	March 13, 2018
Tata Sons Limited	1,37,61,18,911	Bonus Issue	Not Applicable			
Tata Investment Corporation Limited	5,27,110					
Tata Steel Limited	23,804					
Tata Industries Limited	3,610					
The Tata Power Company Limited	383					

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b. Aggregate shares purchased or sold by the Directors of the Promoter Companies:

Name	Aggregate number of shares purchased/ sold	Nature of transactions	Maximum price per share (₹)	Date of maximum price	Minimum price per share (₹)	Date of minimum price
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	2,07,463	Sale	3,171.00	February 1, 2018	2,692.51	January 11, 2018
Mr. Koushik Chatterjee * *Tata Steel Limited*	900	Sale	2,938.78	February 7, 2018	2,938.78	February 7, 2018
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	11,24,542	Bonus Issue	Not Applicable			
Mr. N. Chandrasekaran *Tata Sons Limited, Tata Steel Limited and The Tata Power Company Limited*	88,528					
Mr. Farokh N. Subedar* *Tata Investment Corporation Limited and Tata Industries Limited*	5,153					
Mrs. Farida Khambata *Tata Sons Limited*	3,000					
Mr. Pradip P. Shah* *Tata Investment Corporation Limited*	2,575					
Mr. Amit N. Dalal* *Tata Investment Corporation Limited*	2,047					
Mr. Harish Manwani* *Tata Sons Limited*	2,000					
Mr. Ardeshir B. Dubash* *Tata Investment Corporation Limited*	1,730					
Mr. Zubin S. Dubash *Tata Investment Corporation Limited*	1,391					
Mr. Narendran T. V.* *Tata Steel Limited*	136					
Mr. Ashok Sethi* *The Tata Power Company Limited*	136					
Mr. Bhaskar Bhat *Tata Sons Limited*	80					
Mr. Hoshang N. Sinor* *Tata Investment Corporation Limited*	44					

*includes shares held jointly with relative

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c. Aggregate shares purchased or sold by the Directors and Key Managerial Personnel of the Company:

Name	Aggregate number of shares purchased/ sold	Nature of transactions	Maximum price per share (₹)	Date of maximum price	Minimum price per share (₹)	Date of minimum price
Mr. N. Chandrasekaran	88,528	Bonus Issue	Not Applicable			
Mr. Rajesh Gopinathan	1,130					
Mr. N. Ganapathy Subramaniam	98,880					
Ms. Aarthi Subramanian	2,800					
Mr. Ramakrishnan V.	1,000					
Mr. Rajendra Moholkar	182					

(i) Intention of Promoter and Promoter Group to participate in Buyback

The Promoters have expressed their intention to participate in the Buyback and it may tender up to an aggregate maximum of 5,47,91,619 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations:

Sr. No.	Name	Number of Equity Shares Held	No. of Equity Shares Intended to tender
1	Tata Sons Limited	2,75,22,37,822	5,47,69,533
2	Tata Investment Corporation Limited	10,54,220	20,978
3	Tata Steel Limited	47,608	947
4	Tata Industries Limited	7,220	145
5	The Tata Power Company Limited	766	16
	Total	**2,75,33,47,636**	**5,47,91,619**

The details of the date and price of acquisition of the equity shares that the Promoters intend to be tendered are set-out below:

Date of Transaction	Nature of Transaction	Number of Equity Shares	Consideration (₹ per Share)	Face Value (₹)
Tata Sons Limited				
June 16, 2000	Purchase	3,64,40,002	15.51	10
March 30, 2001	Sale	36,13,474	15.51	10
March 28, 2002	Sale	30,526	15.51	10
	Sub Total	**3,27,96,002**		
May 5, 2004	Split (from ₹10 to ₹1)	32,79,60,020	1.55	1
May 13, 2004	Bonus	8,19,90,005	0	1
August 19, 2004	Sale	2,27,74,996	827.40	1
November 8, 2005 to December 9, 2005	Sale	47,50,000	1,519.38	1
December 10, 2005	Purchase	68,17,196	153.54	1
June 29, 2006	Bonus	38,92,42,225	0	1
September 27, 2006 to September 29, 2008	Sale	5,67,82,251	891.19	1
June 18, 2009	Bonus	72,17,02,199	0	1
October 21, 2011	Purchase	47,300	1,058.77	1
June 6, 2017	Tendered in Buyback offer	3,60,63,787	2850	1
March 13, 2018	Sale	3,12,69,000	2,856.58	1
June 4, 2018	Bonus	1,37,61,18,911	0	1
	Total	**2,75,22,37,822**		

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Date of Transaction	Nature of Transaction	Number of Equity Shares	Consideration (₹ per Share)	Face Value (₹)
Tata Investment Corporation Limited				
August 12, 2006	Bonus	25,226	-	1
September 10, 2007	Purchase	90,000	1,064.25	1
December 18, 2007	Purchase	1,00,000	1,015.69	1
September 29, 2008	Purchase	40,000	676.64	1
June 18, 2009	Bonus	2,55,226	-	1
May 30, 2011	Purchase	5,000	1,156.61	1
June 20, 2011	Purchase	10,000	1,082.80	1
August 5, 2011	Purchase	5,000	1,052.44	1
August 5, 2011	Purchase	5,000	1,051.54	1
August 5, 2011	Purchase	5,000	1,058.52	1
August 5, 2011	Purchase	5,000	1,051.78	1
April 1, 2012	Purchase	45,000	1,101.33	1
September 21, 2016	Sale	40,452	2,401.30	1
June 6, 2017	Tendered in buyback offer	22,890	2,850.00	1
June 4, 2018	Bonus	5,27,110	-	1
	Total	**10,54,220**		
Tata Steel Limited				
April 4, 2014	Acquired through amalgamation of Kalimati Investment Company Limited	24,400	0.31	1
June 6, 2017	Tendered in buyback offer	596	2,850.00	1
June 4, 2018	Bonus	23,804	-	1
	Total	**47,608**		
Tata Industries Limited				
June 18, 2009	Bonus	5,14,850	-	1
May 11, 2015	Sale	42,334	2,546.89	1
May 11, 2015	Sale	1,08,816	2,550.37	1
January 18, 2017	Sale	1,00,000	2,276.14	1
January 19, 2017	Sale	50,000	2,289.29	1
January 19, 2017	Sale	1,00,000	2,288.11	1
January 20, 2017	Sale	30,000	2,282.12	1
January 20, 2017	Sale	50,000	2,283.67	1
January 20, 2017	Sale	30,000	2,281.31	1
June 6, 2017	Tendered in buyback offer	90	2,850.00	1
June 4, 2018	Bonus	3,610	-	1
	Total	**7,220**		
The Tata Power Company Limited				
December 4, 2001	Purchase	9	15.51	10
May 5, 2004	Split (from ₹10 to ₹1)	90	1.55	1
May 5, 2004	Bonus	23	-	1
July 31, 2006	Bonus	113	-	1
June 18, 2009	Bonus	226	-	1
June 6, 2017	Tendered in buyback offer	69	2,850.00	1
June 4, 2018	Bonus	383	-	1
	Total	**766**		

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(j) Confirmations from Company as per the provisions of Buyback Regulations and Act

i. The Company shall not issue any equity shares or other securities (including by way of bonus) till the date of closure of the Buyback;

ii. The Company shall not raise further capital for a period of one year from the closure of the Buyback offer, except in discharge of subsisting obligations;

iii. The Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or the public announcement of the offer to buyback is made;

iv. The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;

v. The Company shall transfer from its free reserves a sum equal to the nominal value of the equity shares purchased through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited financial statements; and

vi. The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend, or repayment of any term loans or interest payable thereon to any financial institution or banking company.

(k) Confirmation from the Board

The Board of Directors of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:

i. Immediately following the date of the Board meeting, and the date on which the result of Members resolution passed by way of Postal Ballot ("**Postal Ballot Resolution**") will be declared, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts;

ii. As regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the date of Postal Ballot Resolution, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting as also from the date of Postal Ballot Resolution;

iii. In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 2013/Insolvency and Bankruptcy Code, 2016, as applicable.



(I) Report addressed to the Board of Directors by the Company's Auditors on the permissible capital payment and the opinion formed by directors regarding insolvency

The text of the Report dated June 15, 2018 of B S R & Co. LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors,
Tata Consultancy Services Limited
9th Floor, Nirmal Building
Nariman Point
MUMBAI 400 021

Dear Sirs,

Statutory Auditors' Report in respect of proposed buy back of equity shares by Tata Consultancy Services Limited ('the Company') in terms of clause (xi) of Part A of Schedule II of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended (the "SEBI Buyback Regulations")

1. This report is issued in accordance with the terms of our engagement letter dated 15 June 2018. The Board of Directors of Tata Consultancy Services Limited have approved a proposed buy-back of equity shares by the Company at its meeting held on 15 June 2018, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the SEBI Buyback Regulations.

2. The accompanying Statement of permissible capital payment ('Annexure A') as at 31 March 2018 (hereinafter referred together as the "Statement") is prepared by the management, which we have initialed for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement in accordance with Section 68 (2)(c) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditors' Responsibility

4. Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:

   i. whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements for the year ended 31 March 2018;

   ii. if the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone financial statements in accordance with Section 68(2)(c) of the Act; and

   iii. if the Board of Directors in their meeting dated 15 June 2018 have formed the opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from that date.

5. The standalone financial statements referred to in paragraph 4 above, which we have considered for the purpose of this report, have been audited by us on which we have issued an unmodified audit opinion vide our report dated 19 April 2018.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.



Opinion

8. Based on inquiries conducted and our examination as above, we report that:

   a) We have inquired into the state of affairs of the Company in relation to its audited standalone financial statements as at and for the year ended 31 March 2018;

   b) The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Statement attached herewith is, in our view properly determined in accordance with Section 68(2) (c) of the Act. The amounts of share capital and free reserves have been extracted from the audited standalone financial statements of the Company as at and for the year ended 31 March 2018; and

   c) The Board of Directors of the Company, in their meeting held on 15 June 2018 have formed their opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board meeting resolution dated 15 June 2018.

Restriction on Use

9. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement, draft letter of offer, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the managers, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-I00022

Amit Somani
Partner
(Membership No: 060154)

Mumbai
15 June 2018

Annexure A:

Statement of permissible capital payment

Particulars	**Amount (₹ in crore)**
Paid up equity share capital as on 31 March 2018 (191,42,87,591 equity shares of face value Re.1 each)	191
Free reserves as on 31 March 2018	
- Retained earnings	74,080
Total	**74,271**
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (25% of the total paid up capital and free reserves)	18,568
Amount proposed by Board Resolution dated 15 June 2018 approving the Buyback, subject to shareholders approval by special resolution, based on the audited financial statements for the year ended 31 March 2018	16,000

TATA CONSULTANCY SERVICES MUMBAI

In the opinion of the Board, the proposal for Buyback is in the interest of the Company and its Members holding equity shares of the Company. The Directors, therefore, recommend the Special Resolution as set out in the accompanying Notice for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is in anyway, concerned or interested, either directly or indirectly in passing of the said Resolution, save and except to the extent of their respective interest as shareholders of the Company or to the extent of the shareholding of the companies /institutions/trust of which they are directors or members or trustees, without any beneficial interest.

By Order of the Board of Directors

Rajendra Moholkar
Company Secretary

Mumbai, June 15, 2018

Registered office:
9th Floor, Nirmal Building,
Nariman Point, Mumbai 400 021
CIN: L22210MH1995PLC084781
Tel: 91 22 6778 9595
E-mail: investor.relations@tcs.com; website: www.tcs.com



TATA CONSULTANCY SERVICES LIMITED

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

This Public Announcement (the "Public Announcement") is being made pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, for the time being in force including any statutory modifications and amendments from time to time (the "Buyback Regulations") and contains the disclosures as specified in Part A of Schedule II to the Buyback Regulations.

OFFER TO BUY BACK FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹1 (RUPEE ONE) EACH UP TO 7,61,90,476 (SEVEN CRORE SIXTY ONE LAKH NINETY THOUSAND FOUR HUNDRED AND SEVENTY SIX) AT A PRICE OF ₹2,100 (RUPEES TWO THOUSAND ONE HUNDRED ONLY) PER FULLY PAID-UP EQUITY SHARE PAYABLE IN CASH ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE THROUGH STOCK EXCHANGE MECHANISM

1. The Buyback Offer

1.1 The Board of Directors ("**Board**") of Tata Consultancy Services Limited ("**Company**" or "**TCS**"), at its meeting held on Friday, June 15, 2018 ("**Board Meeting**") has, subject to the approval of the shareholders of the Company by way of a special resolution and subject to such approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved a buyback by the Company of fully paid-up equity shares of face value of ₹1 (Rupee One) each ("**Equity Shares**") up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares, on a proportionate basis, through the "Tender Offer" route through Stock Exchange mechanism in accordance with the provisions of the Companies Act, 2013 ("**Act**"), the Companies (Share Capital and Debentures) Rules, 2014 ("**Share Capital Rules**"), the Companies (Management and Administration) Rules, 2014 ("**Management and Administration Rules**") to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Buyback Regulations read with Securities and Exchange Board of India Circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 (the "**SEBI Circulars**") at a price of ₹2,100 (Rupees Two thousand one hundred only) per Equity Share ("**Buyback Price**") payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees sixteen thousand crore only) ("**Offer Size**") excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. ("**Buyback**").

1.2 Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board had sought approval of the shareholders of the Company for the Buyback, by way of a special resolution.

1.3 The shareholders of the Company approved the Buyback, by way of a special resolution, through postal ballot (including e-voting) pursuant to a postal ballot notice dated June 15, 2018 (the "**Postal Ballot Notice**"), the results of which were announced on August 4, 2018.

1.4 The Buyback is pursuant to Article 11 of the Articles of Association of the Company, Sections 68, 69, 70 and other applicable provisions, if any, of the Act, the relevant rules framed thereunder, including the Share Capital Rules and the Management and Administration Rules, to the extent applicable, and the Buyback Regulations.

1.5 The Buyback is further subject to approvals, permissions and sanctions as may be necessary, and subject to such conditions and modifications, if any, from time to time from statutory, regulatory or governmental authorities as required under applicable laws, including but not limited to Securities and Exchange Board of India ("**SEBI**") and the stock exchanges where the Equity Shares of the Company are listed i.e. the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**") (collectively, "**Stock Exchanges**").

1.6 The Buyback is within 25% of the aggregate of paid-up capital and free reserves of the Company as per the audited financial statements of the Company as on March 31, 2018 (the last standalone audited financial statements available as on the date of Board Meeting recommending the proposal of the Buyback). The Offer Size of the Buyback constitutes 21.54% of the aggregate paid-up equity share capital and free reserves of the Company and represents 1.99% of the total issued and paid-up equity share capital of the Company.

1.7 The Equity Shares shall be bought back on a proportionate basis from all the equity shareholders of the Company as on the Record Date (as defined below) ("**Eligible Shareholders**") through the "Tender Offer" route, as prescribed under the Buyback Regulations, and subject to applicable laws, facilitated through the stock exchange mechanism as specified by SEBI in the SEBI Circulars. Please refer to Paragraph 10 below for details regarding the Record Date and share entitlement for tender in the Buyback.

1.8 In terms of the Buyback Regulations, under Tender Offer route, promoters have the option to participate in a buyback. Accordingly, the Promoter Companies (as defined below) have informed the Company regarding their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 6.5 of this Public Announcement.

1.9 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

1.10 A copy of this Public Announcement is available on the website of the Company at www.tcs.com and is expected to be available on the website of the SEBI at www.sebi.gov.in during the period of Buyback and on the website of the Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. Objective of the Buyback

The Buyback is a capital allocation decision taken with the objective of improving the Company's Return on Equity and increasing shareholder value in the longer term.

3. Maximum number of securities that the Company proposes to Buyback

The Company proposes to buyback up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred seventy six) Equity Shares of face value of ₹1 (Rupee One) each of the Company.

4. Buyback Price and basis of determining price of the Buyback

The Equity Shares of the Company are proposed to be bought back at a price of ₹2,100 (Rupees two thousand one hundred only) per Equity Share ("**Offer Price**"). The Offer Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the BSE and the NSE where the Equity Shares of the Company are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Equity Share.

The Offer Price represents a (i) premium of 31.72% and 32.21% to the volume weighted average market price of the Equity Share on BSE and on NSE, respectively, during the three months preceding June 12, 2018, being the date of intimation to the Stock Exchanges of the date of the Board Meeting to consider the proposal of the Buyback ("**Intimation Date**"), and (ii) premium of 17.91% over the closing price of the Equity Share on the Stock Exchanges, as on the Intimation Date.

The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up capital and free reserves after the Buyback.

5. Maximum amount required for Buyback, its percentage of the total paid-up Capital and free reserves and source of funds from which Buyback would be financed

The maximum amount required for Buyback will not exceed ₹16,000 crore (Rupees Sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. The said amount works out to 21.54% of the aggregate of the fully paid up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018 which is within the prescribed limit of 25%, under the Act.

The funds for the implementation of the Buyback will be sourced out of the free reserves (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act.

The Company shall transfer from its free reserves, a sum equal to the nominal value of the equity shares so bought back to the capital redemption reserve account, and details of such transfer shall be disclosed in its subsequent audited financial statements.

The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback.

6. Details of holding and transactions in the shares of the Company

The aggregate shareholding of the (i) promoter and promoter group of the Company (the "**Promoter Companies**"); (ii) Directors of the Promoter Companies; and (iii) the Directors and Key Managerial Personnel of the Company as on date of the Postal Ballot Notice i.e. June 15, 2018, are as follows:

6.1 Aggregate shareholding of the Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
1	Tata Sons Limited	2,75,22,37,822	71.89
2	Tata Investment Corporation Limited	10,54,220	0.03
3	Tata Steel Limited	47,608	0.00
4	Tata Industries Limited	7,220	0.00
5	The Tata Power Company Limited	766	0.00
	Total	**2,75,33,47,636**	**71.92**

6.2 Aggregate shareholding of the Directors of Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
Tata Sons Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mrs. Farida Khambata	6,000	0.00
3	Mr. Harish Manwani*	4,000	0.00
4	Mr. Bhaskar Bhat	160	0.00
Tata Investment Corporation Limited			
1	Mr. Noel N. Tata*	22,49,084	0.06
2	Mr. Farokh N. Subedar*	10,306	0.00
3	Mr. Pradip P. Shah*	5,150	0.00
4	Mr. Amit N. Dalal*	4,094	0.00
5	Mr. Ardeshir B. Dubash*	3,460	0.00
6	Mr. Zubin S. Dubash	2,782	0.00
7	Mr. Hoshang N. Sinor*	88	0.00
Tata Steel Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Narendran T. V.*	272	0.00
Tata Industries Limited			
1	Mr. Farokh N. Subedar*	10,306	0.00
The Tata Power Company Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Ashok Sethi*	272	0.00

*includes shares held jointly with relative

6.3 Aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on June 15, 2018:

Sr. No.	Name	Designation	Number of Equity Shares Held	% Shareholding
1	Mr. N. Chandrasekaran	Chairman	1,77,056	0.00
2	Mr. Rajesh Gopinathan	Chief Executive Officer and Managing Director	2,260	0.00
3	Mr. N. Ganapathy Subramaniam	Chief Operating Officer and Executive Director	1,97,760	0.00
4	Ms. Aarthi Subramanian	Non-Executive Director	5,600	0.00
5	Mr. Ramakrishnan V.	Chief Financial Officer	2,000	0.00
6	Mr. Rajendra Moholkar	Company Secretary	364	0.00

6.4 Aggregate Equity Shares purchased or sold by (i) the Promoter Companies; (ii) Directors of the Promoter Companies; and (iii) Directors & Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved till the date of the Postal Ballot Notice i.e. June 15, 2018:

6.4.1 Aggregate of Equity Shares purchased or sold by the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Tata Sons Limited	3,12,69,000	Sale	2,876.46	March 13, 2018	2,872.19	March 13, 2018
Tata Sons Limited	1,37,61,18,911	Bonus Issue	Not Applicable			
Tata Investment Corporation Limited	5,27,110					
Tata Steel Limited	23,804					
Tata Industries Limited	3,610					
The Tata Power Company Limited	383					

6.4.2 Aggregate Equity Shares purchased or sold by the Directors of the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	2,07,463	Sale	3,171.00	February 1, 2018	2,692.51	January 11, 2018
Mr. Koushik Chatterjee* *Tata Steel Limited*	900	Sale	2,938.78	February 7, 2018	2,938.78	February 7, 2018
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	11,24,542	Bonus Issue	Not Applicable			
Mr. N. Chandrasekaran *Tata Sons Limited, Tata Steel Limited and The Tata Power Company Limited*	88,528					
Mr. Farokh N. Subedar* *Tata Investment Corporation Limited and Tata Industries Limited*	5,153					
Mrs. Farida Khambata *Tata Sons Limited*	3,000					
Mr. Pradip P. Shah* *Tata Investment Corporation Limited*	2,575					
Mr. Amit N. Dalal* *Tata Investment Corporation Limited*	2,047					
Mr. Harish Manwani* *Tata Sons Limited*	2,000					
Mr. Ardeshir B. Dubash* *Tata Investment Corporation Limited*	1,730					
Mr. Zubin S. Dubash *Tata Investment Corporation Limited*	1,391					
Mr. Narendran T. V.* *Tata Steel Limited*	136					
Mr. Ashok Sethi* *The Tata Power Company Limited*	136					
Mr. Bhaskar Bhat *Tata Sons Limited*	80					
Mr. Hoshang N. Sinor* *Tata Investment Corporation Limited*	44					

*includes shares held jointly with relative

6.4.3 Aggregate Equity Shares purchased or sold by the Directors and Key Managerial Personnel of the Company:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. N. Chandrasekaran	88,528	Bonus Issue	Not Applicable			
Mr. Rajesh Gopinathan	1,130					
Mr. N. Ganapathy Subramaniam	98,880					
Ms. Aarthi Subramanian	2,800					
Mr. Ramakrishnan V.	1,000					
Mr. Rajendra Moholkar	182					

6.5 Intention of Promoter and Promoter Group to participate in Buyback:

In terms of the Buyback Regulations, under the tender offer route, the promoters have an option to participate in the Buyback. In this regard, the Promoter Companies have expressed their intention to participate in the Buyback, and may tender up to an aggregate maximum of 5,47,91,619 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares intended to be tendered by each Promoter Company:

Sr. No.	Name	Number of Equity Shares Held	Maximum Number of Equity Shares Intended to Tender
1	Tata Sons Limited	2,75,22,37,822	5,47,69,533
2	Tata Investment Corporation Limited	10,54,220	20,978
3	Tata Steel Limited	47,608	947
4	Tata Industries Limited	7,220	145
5	The Tata Power Company Limited	766	16
	Total	**2,75,33,47,636**	**5,47,91,619**

The details of the date and price of acquisition of the Equity Shares that the Promoter Companies intend to tender are set-out below:

Date of Transaction	Nature of Transaction	Number of Equity Shares	Consideration (₹ per Share)	Face Value (₹)
Tata Sons Limited				
June 16, 2000	Purchase	3,64,40,002	15.51	10
March 30, 2001	Sale	36,13,474	15.51	10
March 28, 2002	Sale	30,526	15.51	10
	Sub Total	**3,27,96,002**		
May 5, 2004	Split (from ₹ 10 to ₹ 1)	32,79,60,020	1.55	1
May 13, 2004	Bonus	8,19,90,005	-	1
August 19, 2004	Sale	2,27,74,996	827.40	1
November 8, 2005 to December 9, 2005	Sale	47,50,000	1,519.38	1
December 10, 2005	Purchase	68,17,196	153.54	1
June 29, 2006	Bonus	38,92,42,225	-	1
September 27, 2006 to September 29 , 2008	Sale	5,67,82,251	891.19	1
June 18, 2009	Bonus	72,17,02,199	-	1
October 21, 2011	Purchase	47,300	1,058.77	1
June 6, 2017	Tendered in buyback offer	3,60,63,787	2,850.00	1
March 13, 2018	Sale	3,12,69,000	2,856.58	1
June 4, 2018	Bonus	1,37,61,18,911	-	1
	Total	**2,75,22,37,822**		
Tata Investment Corporation Limited				
August 12, 2006	Bonus	25,226	-	1
September 10, 2007	Purchase	90,000	1,064.25	1
December 18, 2007	Purchase	1,00,000	1,015.69	1
September 29, 2008	Purchase	40,000	676.64	1
June 18, 2009	Bonus	2,55,226	-	1
May 30, 2011	Purchase	5,000	1,156.61	1
June 20, 2011	Purchase	10,000	1,082.80	1
August 5, 2011	Purchase	5,000	1,052.44	1
August 5, 2011	Purchase	5,000	1,051.54	1
August 5, 2011	Purchase	5,000	1,058.52	1
August 5, 2011	Purchase	5,000	1,051.78	1
April 1, 2012	Purchase	45,000	1,101.33	1
September 21, 2016	Sale	40,452	2,401.30	1
June 6, 2017	Tendered in buyback offer	22,890	2,850.00	1
June 4, 2018	Bonus	5,27,110	-	1
	Total	**10,54,220**		
Tata Steel Limited				
April 4, 2014	Acquired through amalgamation of Kalimati Investment Company Limited	24,400	0.31	1
June 6, 2017	Tendered in buyback offer	596	2,850.00	1
June 4, 2018	Bonus	23,804	-	1
	Total	**47,608**		
Tata Industries Limited				
June 18, 2009	Bonus	5,14,850	-	1
May 11, 2015	Sale	42,334	2,546.89	1
May 11, 2015	Sale	1,08,816	2,550.37	1
January 18, 2017	Sale	1,00,000	2,276.14	1
January 19, 2017	Sale	50,000	2,289.29	1
January 19, 2017	Sale	1,00,000	2,288.11	1
January 20, 2017	Sale	30,000	2,282.12	1
January 20, 2017	Sale	50,000	2,283.67	1
January 20, 2017	Sale	30,000	2,281.31	1
June 6, 2017	Tendered in buyback offer	90	2,850.00	1
June 4, 2018	Bonus	3,610	-	1
	Total	**7,220**		
The Tata Power Company Limited				
December 4, 2001	Purchase	9	15.51	10
May 5, 2004	Split (from ₹ 10 to ₹ 1)	90	1.55	1
May 5, 2004	Bonus	23	-	1
July 31, 2006	Bonus	113	-	1
June 18, 2009	Bonus	226	-	1
June 6, 2017	Tendered in buyback offer	69	2,850.00	1
June 4, 2018	Bonus	383	-	1
	Total	**766**		

7. Confirmations from the Company as per the provisions of the Buyback Regulations and the Companies Act

7.1 The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback;

7.2 The Company shall not issue any equity shares or other securities (including by way of bonus) till the date of closure of the Buyback;

7.3 The Company shall pay the consideration only by way of cash;

7.4 The Company shall not raise further capital for a period of one year from the closure of the Buyback, except in discharge of subsisting obligations;

7.5 The Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or the Public Announcement for the Buyback is made;

7.6 The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;

7.7 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;

7.8 The Company shall not buyback its Equity Shares from any person through a negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

7.9 The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend, or repayment of any term loans or interest payable thereon to any financial institution or banking company;

7.10 The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback will not be more than twice the paid-up capital and free reserves after the Buyback; and

7.11 The Buyback shall be completed within a period of one year from the date of passing of the special resolution.

8. Confirmations from the Board

The Board of Directors of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:

8.1 Immediately following the date of the Board Meeting, and the date on which the result of shareholders' resolution passed by way of Postal Ballot/E-voting ("**Postal Ballot Resolution**") was declared, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts;

8.2 As regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the date of the Postal Ballot Resolution, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting as also from the date of the Postal Ballot Resolution;

8.3 In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 2013/ Insolvency and Bankruptcy Code, 2016, as applicable.

9. Report addressed to the Board of Directors by the Company's Auditors on permissible capital payment and opinion formed by directors regarding insolvency

The text of the Report dated June 15, 2018 of B S R & Co. LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors
Tata Consultancy Services Limited
9th Floor, Nirmal Building
Nariman Point
MUMBAI 400 021

Dear Sirs

Statutory Auditors' Report in respect of proposed buy back of equity shares by Tata Consultancy Services Limited ('the Company') in terms of clause (xi) of Part A of Schedule II of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended (the "SEBI Buyback Regulations")

1. This report is issued in accordance with the terms of our engagement letter dated 15 June 2018. The Board of Directors of Tata Consultancy Services Limited have approved a proposed buy-back of equity shares by the Company at its meeting held on 15 June 2018, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('**the Act**') and the SEBI Buyback Regulations.

2. The accompanying Statement of permissible capital payment ('**Annexure A**') as at 31 March 2018 (hereinafter referred together as the "**Statement**") is prepared by the management, which we have initialed for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement in accordance with Section 68 (2)(c) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditors' Responsibility

4. Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
   i. whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements for the year ended 31 March 2018;
   ii. if the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone financial statements in accordance with Section 68(2)(c) of the Act; and
   iii. if the Board of Directors in their meeting dated 15 June 2018, have formed the opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from that date.

5. The standalone financial statements referred to in paragraph 4 above, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our report dated 19 April 2018.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on inquiries conducted and our examination as above, we report that:
   a) We have inquired into the state of affairs of the Company in relation to its audited standalone financial statements as at and for the year ended 31 March 2018;
   b) The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Statement attached herewith is, in our view properly determined in accordance with Section 68 (2) (c) of the Act. The amounts of share capital and free reserves have been extracted from the audited standalone financial statements of the Company as at and for the year ended 31 March 2018; and
   c) The Board of Directors of the Company, in their meeting held on 15 June 2018 have formed their opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board meeting resolution dated 15 June 2018.

Restriction on Use

9. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement, draft letter of offer, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the managers, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai
15 June 2018

Annexure A:

Statement of permissible capital payment

Particulars	Amount (Rs. in crore)
Paid up equity share capital as on 31 March 2018 (191,42,87,591 equity shares of face value Re.1 each)	191
Free reserves as on 31 March 2018	
- Retained earnings	74,080
Total	**74,271**
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (25% of the total paid up capital and free reserves)	18,568
Amount proposed by Board Resolution dated 15 June 2018 approving the Buyback, subject to shareholders approval by special resolution, based on the audited accounts for the year ended 31 March 2018	16,000

10. Record Date and Shareholder Entitlement

10.1 As required under the Buyback Regulations, the Company has announced **August 18, 2018** as the record date ("**Record Date**") for the purpose of determining the entitlement and the names of the Shareholders who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("**Letter of Offer**") along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories; (i) reserved category for Small Shareholders (defined below) and (ii) the general category for all other Eligible Shareholders.

10.4 As defined under the Buyback Regulations, a "**Small Shareholder**" is an Eligible Shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE, on which the highest trading volume in respect of the Equity Shares on the Record Date was recorded, of not more than ₹ 200,000 (Rupees Two Lakhs Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.6 On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. The final number of Equity Shares the Company will purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not purchase all of the Equity Shares tendered by the Eligible Shareholders in the Buyback.

10.7 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.8 The participation of the Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders may opt to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any.

10.9 The maximum tender under the Buyback by any Eligible Shareholder should not exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date.

10.10 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback.

10.11 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders as on the Record Date.

11. Process and Methodology to be Adopted for the Buyback

11.1 The Buyback is open to all Eligible Shareholders / beneficial owners of the Company holding Equity Shares either in physical or electronic form, as on the Record Date.

11.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" pursuant to the SEBI Circulars, and following the procedure prescribed in the Act and the Buyback Regulations and as may be determined by the Board (including the committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.

Contd...

#In addition to the Company's contact details provided above, the investors may reach out to the Investor Service Centre of Link Intime India Private Limited for any queries at +91 22 4918 6300 and tcs.buyback2018@linkintime.co.in

HIGH COMMODITY PRICES

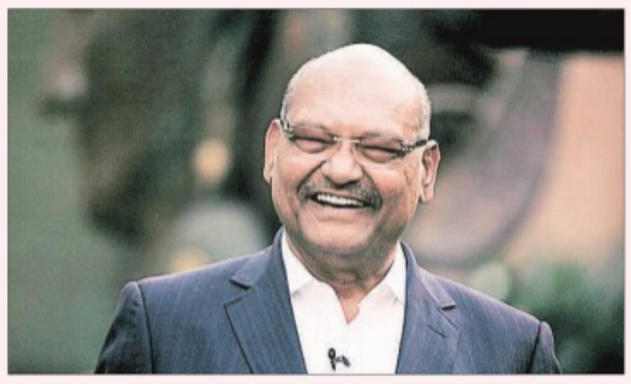
Vedanta core profit rises 26%

REUTERS
Bengaluru, August 6

MINER VEDANTA RESOURCES, set to be taken private by chairman Anil Agarwal, reported on Monday a 26.3% rise in quarterly core earnings on higher aluminium production and commodity prices, and said it was hopeful of restarting its copper smelter in India.

The London-listed company, which operates primarily in India and Africa, has been benefiting from a strong recovery in the prices of metals and oil and gas, and had posted a double-digit percentage growth in core earnings last year. The price rebound had also prompted the miner to expand the production of zinc and aluminium.

However, Vedanta reported a core loss of $15 million from copper production, for the three months ended June 30, as output from India fell 73.3% to 24,000 tonne of copper cathodes. The company had a core profit of $32 million from copper in the year-earlier quarter.



Chairman Anil Agarwal's family trust last week offered about $1 billion in cash to take the miner private

The London-listed company, which operates primarily in India and Africa, has been benefiting from a strong recovery in the prices of metals and oil and gas

Copper production plunged as the company was forced to temporarily shut down its Tuticorin copper smelter in southern India amid protests by local residents over alleged environmental violations. The protests turned violent in May, resulting in the police opening fire and killing 13.

"We are hopeful about the restart of the copper plant and would expect it to produce 100 kt of copper cathodes per quarter in line with its capacity on restart," the company said in a statement on Monday.

The fall in copper output was offset by a 37% rise in aluminium production, which contributed nearly a third of Vedanta's total revenue in the quarter.

The company's quarterly zinc output also fell, by 20%, hurt by lower grades.

Vedanta's earnings before interest, taxes, depreciation and amortization (EBITDA) rose to $983 million, for the three months ended June 30, from $778 million a year earlier. Revenue rose 15% to $3.55 billion.

Chairman Agarwal's family trust last week offered about $1 billion in cash to take the miner private.

Arvind Q1 profit up 13% to ₹64 crore

PRESS TRUST OF INDIA
New Delhi, August 6

TEXTILE AND APPAREL player Arvind on Monday reported 13.32% increase in consolidated net profit to ₹64.31 crore for the first quarter ended June 30, 2018-19.

The company had posted a net profit of ₹56.75 crore in the April-June quarter of 2017-18. Its total income during the quarter under review stood at ₹2,874.59 crore. It was ₹2,608.28 crore in the year-ago quarter, Arvind said in a BSE filing. It said revenue from operations, part of total income, for the first quarter of the current fiscal is not comparable with that of the year-ago period.

"Post implementation of Goods and Service Tax (GST) with effect from July 1, 2017, revenue from operations is disclosed net of GST. Revenue from operations for the quarter ended June 30, 2017 included excise duty which is now subsumed in the GST. Revenue from operations for the year ended March 31,2018 includes excise duty up to June 30, 2017," it added. The company stock was trading 0.79% up at ₹423.45 on BSE in the afternoon.

Adani Ports Q1 profit falls 9% to ₹697 cr

Adani Ports and Special Economic Zone (APSEZ) reported 9% decline in consolidated profit to ₹697.40 crore for the first quarter ended June 30, 2018-19. It had posted net profit of ₹767.52 crore in the April-June quarter of last fiscal, 2017-18, APSEZ said in a filing to BSE.

The company's consolidated income also decreased to ₹2,703.86 crore during quarter under review, from ₹2,959.63 crore in the year-ago period. Its total expenditure during the said period was at ₹1,781.46 crore as against ₹1,867.43 crore in April-June 2017.

The company said in a separate statement that it completed acquisition of Kattupalli port during the first quarter of the current fiscal, and recommenced operations at its Vizag Terminal. Cargo volume grew by 9% over year ago quarter, it said.

"The growth was led by crude which grew by 65% and containers which grew by 16%. The cargo volume growth was led by our three larger ports. While Mundra port grew by 5%, Hazira grew by 14% and Kattupalli port grew by 13%," it said.

At 9%, the company has clocked its highest quarterly throughput, APSEZ CEO Karan Adani said in the statement. "This has been possible due to our continued efforts to diversify cargo at all our ports. Port EBITDA (earnings before interest taxes depreciation and amortization) margins have expanded...we expect EBITDA to continue to expand due to our focus on higher capacity utilisation, automation and mechanisation through use of technology."

RCom expects to complete ₹25,000-crore assets sale by August-end

PRESS TRUST OF INDIA
New Delhi, August 6

DEBT-RIDDEN RELIANCE Communications is looking to complete the sale of its business assets worth ₹25,000 crore by the end of this month and has also agreed to pay ₹550 crore towards settlement to telecom gearmaker Ericsson by September-end.

Reliance Communications in a regulatory filing said that it has "agreed to pay a settlement amount of ₹550 crore to Ericsson on or before September 30, 2018". The Supreme Court of India on August 3 approved the settlement arrived at between RCom and Ericsson India over a payment dispute and asked the Anil Ambani-led firm to pay ₹550 crore to the Indian arm of Swedish firm by September 30.

The compnay has also agreed to pay ₹550 crore towards settlement to telecom gearmaker Ericsson by September-end

Ericsson India, which had signed a seven-year deal in 2014 to operate and manage RCom's nationwide telecom network, had alleged that it had not been paid the dues of over ₹1,500 crore and challenged the debt-ridden firm before National Company Law Appellate Tribunal (NCLAT).

A Supreme Court bench perused the May 30 interim order of the NCLAT and noted that Ericsson India was willing to settle its debt of over ₹1,500 crore for a sum of ₹550 crore which was to be paid by RCom within 120 days. The apex court on August 3 allowed RCom to sell assets covering spectrum, fiber, telecom towers, MCNs and certain real estate assets, for an aggregate value of approximately ₹25,000 crore.

"The company expects to complete all these transactions by end the month, August 2018, thereby accelerating its overall debt resolution plan," RCom said. RCom has entered into an agreement with Reliance Jio and asset management firm Brookfield to sell telecom business assets.

Unit holders in SEZs likely to start ops in H2 2019 to get tax benefits: CBRE

FE BUREAU
New Delhi, August 6

UNIT HOLDERS IN special economic zones (SEZ) are likely to start operations during the second half of 2019 in order to avail tax incentives before the sunset date, property consultant CBRE said in a report. Tax incentives granted to both developers and occupiers of SEZs will expire on March 31, 2020.

This will ensure that space take-up in this segment remains high and vacancy levels remain in single digits at least till the end of 2019, it said. "In case the government decides against modification of the sunset clause or extension of the sunset date, we can expect a rationalisation in the overall leasing activity in SEZs with occupier decisions based upon well-thought out CRE strategies rather than tax benefits only," the report said, adding that corporates looking for large contiguous spaces for consolidation might still continue to evaluate SEZs, irrespective of the sunset clause.

Auto component industry registers 18% growth

FE BUREAU
New Delhi, August 6

THE AUTOMOTIVE COMPONENT industry registered a growth of 18.3% to ₹3.45 lakh crore in 2017-18 against ₹2.92 lakh crore in 2016-17.

"The year gone by witnessed an upswing in the overall performance of the vehicle industry, in tandem, posted an encouraging performance with the significant growth," said Vinnie Mehta, director general of ACMA. Exports grew 23.9% to ₹90,571 crore compared with ₹73,128 crore in 2016-17. Europe topped the share of exports at 34%, followed by North America and Asia at 28% and 25%, respectively. Exports to US accounted for 23%.

The components industry, which contributes 2.3% to India's GDP, has witnessed a 17.8% rise in imports to ₹1,06,672 crore in 2017-18 compared to ₹90,571 crore in 2016-17.

Asia accounted for 60% of imports (out of which China's share is 27%), followed by Europe and North America with 30% and 8%, respectively. The auto component aftermarket grew 9.8% to ₹61,601 crore.

ACMA has recommended some measures for sustainable growth in the auto component industry.

रेल विकास निगम लिमिटेड
Rail Vikas Nigam Limited
(A Government of India Enterprise)

TENDER NOTICE

IFB No: RVNL/RKSH/T/W/Rail & Road Br./190 Date : 07/08/2018
Chief Project Manager/RKSH for and behalf of RVNL invites sealed open tender under single stage two packet system for the work of **"Construction of Rail Bridge No- 9 with Span arrangement of 15 x 30.5m Composite steel girder at CH: 73+253.8m and construction of steel through girder Road Bridge with span arrangement of 2x110m with extended viaduct over river Alaknanda at Srinagar including other ancillary works like river training, protection works etc. in connection with Rishikesh - Karanprayag New BG Rail line Project in the state of Uttarakhand, India."**
Approximate cost : Rs. 141.52 Crore. **Bid Security** : 2.00 Crore. **Pre Bid Meeting** : 18/08/2018 at 11:30hrs **Completion period** : 30 months. **Receipt of proposals** : 20.09.2018 up to 11.00 hrs. **Date of opening** : 20.09.2018 at 11.30 hrs.
Complete document may be seen & downloaded from website **www.rvnl.org**. Bidding documents shall also be available on sale from **07.08.2018 to 19.09.2018** in the office of Chief Project Manager/ RVNL /RKSH, Block No.4, Rishilok, Garhwal Mandal Vikas Nigam, Muni-Ki-Reti, Rishikesh Tele fax : + 91-0135-2442008.
Chief Project Manager /RVNL/RKSH, For and on behalf of RVNL

BLB LIMITED
CIN: L67120HR1981PLC051078
Regd. Office: SCO (Shop Cum Office) No. 22, Spring Field Colony, Extension No. 1, Near Sector - 31-32, Faridabad - 121003, Haryana
Email id:- csblb@blblimited.com, **Website:-** www.blblimited.com

NOTICE

Notice is hereby given that pursuant to Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the meeting of the Board of Directors of the Company is scheduled to be held on Monday, 13th day of August, 2018 at the Corp. Office of the Company viz. H. No. 4760-61/23, 3rd Floor, Ansari Road, Darya Ganj, New Delhi-110002, interalia, to consider and approve the unaudited financial results of the Company for quarter ended June 30, 2018 along with the Limited review report.
The intimation is also available on the website of the Company i.e., www.blblimited.com, and also on the website(s) of BSE Limited and National Stock Exchange of India Limited.

For and on behalf of
BLB LIMITED
Sd/-
(Varsha Yadav)
Company Secretary

Place: New Delhi
Date : 06.08.2018

LYKA LABS LIMITED
Regd. Office: 4801/B & 4802/A GIDC INDUTRAIL ESTATE ANKLESHWAR - 393002,
Admin Office: Ground Floor, Spencer Building, 30, Forjett Street, Grant Road (West), Mumbai - 400 036. **CIN** – L24230GJ1976PLC008738

NOTICE

Notice is hereby given that a meeting of the Board of Directors of the Company is convened on Monday, 13th August, 2018 at Administrative Office the Company at Mumbai to consider and approve the Unaudited Standalone of the Company for the First Quarter ended 30th June, 2018. The information will also be available on the website of BSE Ltd. (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) where the shares of the Company are listed and will also be available on the website of the Company viz. www.lykalabs.com

For LYKA LABS LIMITED
Sd/-
D.J. DARJI
COMPANY SECRETARY

Place : Mumbai
Date : August 6, 2018

TATA CONSULTANCY SERVICES LIMITED

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

11.3 For the implementation of the Buyback, the Company has appointed JM Financial Services Limited as the registered broker to the Company ("**Company Broker**") to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company Broker are as follows:

JM Financial Services Limited
5th Floor, Cnergy, Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025, India.
Tel : +91 22 6704 3000, Fax : +91 22 6761 7222
Contact Person: Mr. Kinnar Darji; Tel.: +91 22 6704 3503
Email: kinnar.darji@jmfl.com, Website: www.jmfinancialservices.in
SEBI Registration Number: INB-INF011054831 (BSE);
INB/INE/INF231054835 (NSE)
Corporate Identity Number: U67120MH1998PLC115415

11.4 Separate acquisition window ("Acquisition Window") will be provided by Stock Exchanges to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by the Stock Exchanges from time to time. For the purpose of this Buyback, BSE has been appointed as the 'Designated Stock Exchange'.

11.5 At the beginning of the tendering period, the order for buying Equity Shares shall be placed by the Company through the Company Broker. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers ("**Seller Member(s)**") during normal trading hours of the secondary market. The Seller Members can enter orders for dematerialized shares as well as physical shares.

11.6 Procedure to be followed by Eligible Shareholders holding Equity Shares in Dematerialised Form

11.6.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialised form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.6.2 The Seller Member would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Before placing the order/bid, the Eligible Shareholder would be required to transfer the tendered Equity Shares to the special account of the clearing corporations (referred to as the "**Clearing Corporation**") by using the early pay-in mechanism as prescribed by the Stock Exchanges or the Clearing Corporation prior to placing the bid by the Seller Member.

11.6.3 The details of the special account of the Clearing Corporation and the settlement number shall be informed in the issue opening circular that will be issued by the Stock Exchanges and/ or the Clearing Corporation.

11.6.4 For custodian participant orders for dematerialized Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders no later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.6.5 Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip ("**TRS**") generated by the Exchange Bidding System to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of order submitted such as bid ID number, application number, Depository Participant ID, client ID, number of Equity Shares tendered, etc.

11.7 Procedure to be followed by Eligible Shareholders holding Equity Shares in Physical Form

11.7.1 Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Member(s) along with the complete set of documents for verification procedures to be carried out. Such documents include (i) the tender form duly signed (by all Shareholders in case shares are in joint names) in the same order in which they hold the shares (ii) original Equity Share certificate(s), (iii) valid share transfer form(s) i.e. Form SH-4 duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of the Eligible Shareholder's PAN card, (v) any other relevant documents such as, but not limited to, duly attested power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original Eligible Shareholder has deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

11.7.2 Based on the aforesaid documents, the Seller Member shall place the bid on behalf of the Eligible Shareholder who is holding Equity Shares in physical form and intend to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Upon placing the bid, the Seller Member shall provide a TRS generated by the Exchange Bidding System to the Eligible Shareholder. The TRS will contain the details of order submitted such as folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

11.7.3 The Seller Member / Eligible Shareholder is required to deliver the original Equity Share certificate(s) and documents (as mentioned in Paragraph 11.7.1 above) along with the TRS either by registered post or courier or hand delivery to the registrar to the Buyback i.e. Link Intime India Private Limited ("**Registrar**") at the address mentioned at Paragraph 14 below or the collection centre of the Registrar details of which will be included in the Letter of Offer within 2 days of bidding by Seller Member. The envelope should be super-scribed as "**TCS Buyback Offer 2.0 2018**". One copy of the TRS will be retained by Registrar and it will provide acknowledgement of the same to the Seller Member / Eligible Shareholder.

11.7.4 Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for the Buyback shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar will verify such bids based on the documents submitted on a daily basis and till such time the Stock Exchanges shall display such bids as 'unconfirmed physical bids'. Once the Registrar confirms the bids, it will be treated as 'Confirmed Bids'.

11.8 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

11.9 The cumulative quantity of Equity Shares tendered shall be made available on the website of the Stock Exchanges (NSE's website: www.nseindia.com; BSE's website: www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12. Method of Settlement

12.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.1.2 The Company will pay the consideration to the Company Broker which will transfer the consideration pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If any Eligible Shareholder's bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Members' for onward transfer to such Eligible Shareholder.

12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the escrow account of the Company ("**Company Demat Escrow Account**") provided it is indicated by the Company Broker or it will be transferred by the Company Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Stock Exchanges.

12.1.4 Eligible Shareholder will have to ensure that they keep their depository participant ("**DP**") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback. Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the shareholder. Any excess Equity Shares, in physical form, pursuant to proportionate acceptance / rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.

12.1.5 The Seller Member would issue contract note for the Equity Shares accepted under the Buyback. The Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.1.6 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges and expenses (including brokerage) that may be levied by the Seller Member upon the selling Eligible Shareholders placing the order to sell the shares on behalf of the shareholders. The Buyback consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Manager to the Buyback and the Company accept no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Eligible Shareholders.

12.1.7 The Equity Shares lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13. Compliance Officer
The Company has designated the following as the Compliance Officer for the Buyback:
Mr. Rajendra Moholkar
Company Secretary
Registered office:
9th Floor, Nirmal Building,
Nariman Point
Mumbai 400 021
CIN: L22210MH1995PLC084781
Tel: + 91 22 67789696
E-mail: investor.relations@tcs.com, website: www.tcs.com

In case of any clarifications or to address investor grievance, the Eligible Shareholders may contact the Compliance Officer, on all working days, from Monday to Friday between 10 am to 5 pm, at the above mentioned address.

14. Registrar to the Offer/Registrar

Link Intime India Private Limited
C-101, 247 Park,
L.B.S. Marg
Vikhroli (West)
Mumbai 400 083
Tel: +91 22 4918 6300
Fax: +91 22 4918 6195
Contact Person: Mr. Sumeet Deshpande
E-mail: tcs.buyback2018@linkintime.co.in

In case of any queries, Eligible Shareholders may also contact the Registrar to the Buyback, on all working days, from Monday to Friday between 10 am to 5 pm, at the above mentioned address.

15. Manager to the Buyback

JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg, Prabhadevi,
Mumbai – 400025, Maharashtra, India
Tel: +91 22 6630 3030
Fax: +91 22 6630 3330
Contact Person: Ms. Prachee Dhuri
Email: tcs.buyback2018@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361
Corporate Identity Number: L67120MH1986PLC038784

16. Directors' Responsibility
As per Regulation 19(1)(a) of the Buyback Regulations, the Board accepts full and final responsibility for the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and behalf of the Board of Directors of
TATA CONSULTANCY SERVICES LIMITED

Sd/-
Rajesh Gopinathan
(CEO and Managing Director)
DIN: 06365813

Sd/-
N Ganapathy Subramaniam
(COO and Executive Director)
DIN: 07006215

Sd/-
Rajendra Moholkar
(Company Secretary)
Membership Number: A8644

Date: August 6, 2018
Place: Mumbai

#In addition to the Company's contact details provided above, the investors may reach out to the Investor Service Centre of Link Intime India Private Limited for any queries at +91 22 4918 6300 and tcs.buyback2018@linkintime.co.in

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

This Public Announcement (the "Public Announcement") is being made pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, for the time being in force including any statutory modifications and amendments from time to time (the "Buyback Regulations") and contains the disclosures as specified in Part A of Schedule II to the Buyback Regulations.

OFFER TO BUY BACK FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹1 (RUPEE ONE) EACH UP TO 7,61,90,476 (SEVEN CRORE SIXTY ONE LAKH NINETY THOUSAND FOUR HUNDRED AND SEVENTY SIX) AT A PRICE OF ₹2,100 (RUPEES TWO THOUSAND ONE HUNDRED ONLY) PER FULLY PAID-UP EQUITY SHARE PAYABLE IN CASH ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE THROUGH STOCK EXCHANGE MECHANISM

1. The Buyback Offer

1.1 The Board of Directors (**"Board"**) of Tata Consultancy Services Limited (**"Company"** or **"TCS"**), at its meeting held on Friday, June 15, 2018 (**"Board Meeting"**) has, subject to the approval of the shareholders of the Company by way of a special resolution and subject to such approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved a buyback by the Company of fully paid-up equity shares of face value of ₹1 (Rupee One) each (**"Equity Shares"**) up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares, on a proportionate basis, through the "Tender Offer" route through Stock Exchange mechanism in accordance with the provisions of the Companies Act, 2013 (**"Act"**), the Companies (Share Capital and Debentures) Rules, 2014 (**"Share Capital Rules"**), the Companies (Management and Administration) Rules, 2014 (**"Management and Administration Rules"**) to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Buyback Regulations read with Securities and Exchange Board of India Circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 (the **"SEBI Circulars"**) at a price of ₹2,100 (Rupees Two thousand one hundred only) per Equity Share (**"Buyback Price"**) payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees sixteen thousand crore only) (**"Offer Size"**) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. (**"Buyback"**).

1.2 Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board had sought approval of the shareholders of the Company for the Buyback, by way of a special resolution.

1.3 The shareholders of the Company approved the Buyback, by way of a special resolution, through postal ballot (including e-voting) pursuant to a postal ballot notice dated June 15, 2018 (the **"Postal Ballot Notice"**), the results of which were announced on August 4, 2018.

1.4 The Buyback is pursuant to Article 11 of the Articles of Association of the Company, Sections 68, 69, 70 and other applicable provisions, if any, of the Act, the relevant rules framed thereunder, including the Share Capital Rules and the Management and Administration Rules, to the extent applicable, and the Buyback Regulations.

1.5 The Buyback is further subject to approvals, permissions and sanctions as may be necessary, and subject to such conditions and modifications, if any, from time to time from statutory, regulatory or governmental authorities as required under applicable laws, including but not limited to Securities and Exchange Board of India (**"SEBI"**) and the stock exchanges where the Equity Shares of the Company are listed i.e. the BSE Limited (**"BSE"**) and the National Stock Exchange of India Limited (**"NSE"**) (collectively, **"Stock Exchanges"**).

1.6 The Buyback is within 25% of the aggregate of paid-up capital and free reserves of the Company as per the audited financial statements of the Company as on March 31, 2018 (the last standalone audited financial statements available as on the date of Board Meeting recommending the proposal of the Buyback). The Offer Size of the Buyback constitutes 21.54% of the aggregate paid-up equity share capital and free reserves of the Company and represents 1.99% of the total issued and paid-up equity share capital of the Company.

1.7 The Equity Shares shall be bought back on a proportionate basis from all the equity shareholders of the Company as on the Record Date (as defined below) (**"Eligible Shareholders"**) through the "Tender Offer" route, as prescribed under the Buyback Regulations, and subject to applicable laws, facilitated through the stock exchange mechanism as specified by SEBI in the SEBI Circulars. Please refer to Paragraph 10 below for details regarding the Record Date and share entitlement for tender in the Buyback.

1.8 In terms of the Buyback Regulations, under Tender Offer route, promoters have the option to participate in a buyback. Accordingly, the Promoter Companies (as defined below) have informed the Company regarding their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 6.5 of this Public Announcement.

1.9 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

1.10 A copy of this Public Announcement is available on the website of the Company at www.tcs.com and is expected to be available on the website of the SEBI at www.sebi.gov.in during the period of Buyback and on the website of the Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. Objective of the Buyback

The Buyback is a capital allocation decision taken with the objective of improving the Company's Return on Equity and increasing shareholder value in the longer term.

3. Maximum number of securities that the Company proposes to Buyback

The Company proposes to buyback up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares of face value of ₹1 (Rupee One) each of the Company.

4. Buyback Price and basis of determining price of the Buyback

The Equity Shares of the Company are proposed to be bought back at a price of ₹2,100 (Rupees two thousand one hundred only) per Equity Share (**"Offer Price"**). The Offer Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the BSE and the NSE where the Equity Shares of the Company are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Equity Share.

The Offer Price represents a (i) premium of 31.72% and 32.21% to the volume weighted average market price of the Equity Share on BSE and on NSE, respectively, during the three months preceding June 12, 2018, being the date of intimation to the Stock Exchanges of the date of the Board Meeting to consider the proposal of the Buyback (**"Intimation Date"**), and (ii) premium of 17.91% over the closing price of the Equity Share on the Stock Exchanges, as on the Intimation Date.

The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up capital and free reserves after the Buyback.

5. Maximum amount required for Buyback, its percentage of the total paid-up Capital and free reserves and source of funds from which Buyback would be financed

The maximum amount required for Buyback will not exceed ₹16,000 crore (Rupees Sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. The said amount works out to 21.54% of the aggregate of the fully paid up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018 which is within the prescribed limit of 25%, under the Act.

The funds for the implementation of the Buyback will be sourced out of the free reserves (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act.

The Company shall transfer from its free reserves, a sum equal to the nominal value of the equity shares so bought back to the capital redemption reserve account, and details of such transfer shall be disclosed in its subsequent audited financial statements.

The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback.

6. Details of holding and transactions in the shares of the Company

The aggregate shareholding of the (i) promoter and promoter group of the Company (the **"Promoter Companies"**); (ii) Directors of the Promoter Companies; and (iii) the Directors and Key Managerial Personnel of the Company as on date of the Postal Ballot Notice i.e. June 15, 2018, are as follows:

6.1 Aggregate shareholding of the Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
1	Tata Sons Limited	2,75,22,37,822	71.89
2	Tata Investment Corporation Limited	10,54,220	0.03
3	Tata Steel Limited	47,608	0.00
4	Tata Industries Limited	7,220	0.00
5	The Tata Power Company Limited	766	0.00
	Total	**2,75,33,47,636**	**71.92**

6.2 Aggregate shareholding of the Directors of Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
Tata Sons Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mrs. Farida Khambata	6,000	0.00
3	Mr. Harish Manwani*	4,000	0.00
4	Mr. Bhaskar Bhat	160	0.00
Tata Investment Corporation Limited			
1	Mr. Noel N. Tata*	22,49,084	0.06
2	Mr. Farokh N. Subedar*	10,306	0.00
3	Mr. Pradip P. Shah*	5,150	0.00
4	Mr. Amit N. Dalal*	4,094	0.00
5	Mr. Ardeshir B. Dubash*	3,460	0.00
6	Mr. Zubin S. Dubash	2,782	0.00
7	Mr. Hoshang N. Sinor*	88	0.00
Tata Steel Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Narendran T. V.*	272	0.00
Tata Industries Limited			
1	Mr. Farokh N. Subedar*	10,306	0.00
The Tata Power Company Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Ashok Sethi*	272	0.00

*Includes shares held jointly with relative

6.3 Aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on June 15, 2018:

Sr. No.	Name	Designation	Number of Equity Shares Held	% Shareholding
1	Mr. N. Chandrasekaran	Chairman	1,77,056	0.00
2	Mr. Rajesh Gopinathan	Chief Executive Officer and Managing Director	2,260	0.00
3	Mr. N. Ganapathy Subramaniam	Chief Operating Officer and Executive Director	1,97,760	0.00
4	Ms. Aarthi Subramanian	Non-Executive Director	5,600	0.00
5	Mr. Ramakrishnan V.	Chief Financial Officer	2,000	0.00
6	Mr. Rajendra Moholkar	Company Secretary	364	0.00

6.4 Aggregate Equity Shares purchased or sold by (i) the Promoter Companies; (ii) Directors of the Promoter Companies; and (iii) Directors & Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved till the date of the Postal Ballot Notice i.e. June 15, 2018:

6.4.1 Aggregate of Equity Shares purchased or sold by the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Tata Sons Limited	3,12,69,000	Sale	2,876.46	March 13, 2018	2,872.19	March 13, 2018
Tata Sons Limited	1,37,61,18,911	Bonus Issue	Not Applicable			
Tata Investment Corporation Limited	5,27,110					
Tata Steel Limited	23,804					
Tata Industries Limited	3,610					
The Tata Power Company Limited	7,220					

6.4.2 Aggregate Equity Shares purchased or sold by the Directors of the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	2,07,463	Sale	3,171.00	February 1, 2018	2,692.51	January 11, 2018
Mr. Koushik Chatterjee* *Tata Steel Limited*	900	Sale	2,938.78	February 7, 2018	2,938.78	February 7, 2018
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	11,24,542	Bonus Issue	Not Applicable			
Mr. N. Chandrasekaran *Tata Sons Limited, Tata Steel Limited and The Tata Power Company Limited*	88,528					
Mr. Farokh N. Subedar* *Tata Investment Corporation Limited and Tata Industries Limited*	5,153					
Mrs. Farida Khambata *Tata Sons Limited*	3,000					
Mr. Pradip P. Shah* *Tata Investment Corporation Limited*	2,575					
Mr. Amit N. Dalal* *Tata Investment Corporation Limited*	2,047					
Mr. Harish Manwani* *Tata Sons Limited*	2,000					
Mr. Ardeshir B. Dubash* *Tata Investment Corporation Limited*	1,730					
Mr. Zubin S. Dubash *Tata Investment Corporation Limited*	1,391					
Mr. Narendran T. V.* *Tata Steel Limited*	136					
Mr. Ashok Sethi* *The Tata Power Company Limited*	136					
Mr. Bhaskar Bhat *Tata Sons Limited*	80					
Mr. Hoshang N. Sinor* *Tata Investment Corporation Limited*	44					

*Includes shares held jointly with relative

6.4.3 Aggregate Equity Shares purchased or sold by the Directors and Key Managerial Personnel of the Company:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. N. Chandrasekaran	88,528	Bonus Issue	Not Applicable			
Mr. Rajesh Gopinathan	1,130					
Mr. N. Ganapathy Subramaniam	98,880					
Ms. Aarthi Subramanian	2,800					
Mr. Ramakrishnan V.	1,000					
Mr. Rajendra Moholkar	182					

6.5 Intention of Promoter and Promoter Group to participate in Buyback:

In terms of the Buyback Regulations, under the tender offer route, the promoters have an option to participate in the Buyback. In this regard, the Promoter Companies have expressed their intention to participate in the Buyback, and may tender up to an aggregate maximum of 5,47,91,619 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares intended to be tendered by each Promoter Company:

Sr. No.	Name	Number of Equity Shares Held	Maximum Number of Equity Shares Intended to Tender
1	Tata Sons Limited	2,75,22,37,822	5,47,69,533
2	Tata Investment Corporation Limited	10,54,220	20,978
3	Tata Steel Limited	47,608	947
4	Tata Industries Limited	7,220	145
5	The Tata Power Company Limited	766	16
	Total	**2,75,33,47,636**	**5,47,91,619**

The details of the date and price of acquisition of the Equity Shares that the Promoter Companies intend to tender are set-out below:

Date of Transaction	Nature of Transaction	Number of Equity Shares	Consideration (₹ per Share)	Face Value (₹)
Tata Sons Limited				
June 16, 2000	Purchase	3,64,40,002	15.51	10
March 30, 2001	Sale	36,13,474	15.51	10
March 28, 2002	Sale	30,526	15.51	10
	Sub Total	**3,27,96,002**		
May 5, 2004	Split (from ₹ 10 to ₹ 1)	32,79,60,020	1.55	1
May 13, 2004	Bonus	8,19,90,005	-	1
August 19, 2004	Sale	2,27,74,996	827.40	1
November 8, 2005 to December 9, 2005	Sale	47,50,000	1,519.38	1
December 10, 2005	Purchase	68,17,196	153.54	1
June 29, 2006	Bonus	38,92,42,225	-	1
September 27, 2006 to September 29 , 2008	Sale	5,67,82,251	891.19	1
June 18, 2009	Bonus	72,17,02,199	-	1
October 21, 2011	Purchase	47,300	1,058.77	1
June 6, 2017	Tendered in buyback offer	3,60,63,787	2,850.00	1
March 13, 2018	Sale	3,12,69,000	2,856.58	1
June 4, 2018	Bonus	1,37,61,18,911	-	1
	Total	**2,75,22,37,822**		
Tata Investment Corporation Limited				
August 12, 2006	Bonus	25,226	-	1
September 10, 2007	Purchase	90,000	1,064.25	1
December 18, 2007	Purchase	1,00,000	1,015.69	1
September 29, 2008	Purchase	40,000	676.64	1
June 18, 2009	Bonus	2,55,226	-	1
May 30, 2011	Purchase	5,000	1,156.61	1
June 20, 2011	Purchase	10,000	1,082.80	1
August 5, 2011	Purchase	5,000	1,052.44	1
August 5, 2011	Purchase	5,000	1,051.54	1
August 5, 2011	Purchase	5,000	1,050.52	1
August 5, 2011	Purchase	5,000	1,051.78	1
April 1, 2012	Purchase	45,000	1,101.33	1
September 21, 2016	Sale	40,452	2,401.30	1
June 6, 2017	Tendered in buyback offer	22,890	2,850.00	1
June 4, 2018	Bonus	5,27,110	-	1
	Total	**10,54,220**		
Tata Steel Limited				
April 4, 2014	Acquired through amalgamation of Kalimati Investment Company Limited	24,400	0.31	1
June 6, 2017	Tendered in buyback offer	596	2,850.00	1
June 4, 2018	Bonus	23,804	-	1
	Total	**47,608**		
Tata Industries Limited				
June 18, 2009	Bonus	5,14,850	-	1
May 11, 2015	Sale	42,334	2,546.89	1
May 11, 2015	Sale	1,08,816	2,550.37	1
January 18, 2017	Sale	1,00,000	2,276.14	1
January 19, 2017	Sale	50,000	2,289.29	1
January 19, 2017	Sale	1,00,000	2,288.11	1
January 20, 2017	Sale	30,000	2,282.12	1
January 20, 2017	Sale	50,000	2,283.67	1
January 20, 2017	Sale	30,000	2,281.31	1
June 6, 2017	Tendered in buyback offer	90	2,850.00	1
June 4, 2018	Bonus	3,610	-	1
	Total	**7,220**		
The Tata Power Company Limited				
December 4, 2001	Purchase	9	15.51	10
May 5, 2004	Split (from ₹ 10 to ₹ 1)	90	1.55	1
May 5, 2004	Bonus	23	-	1
July 31, 2006	Bonus	113	-	1
June 18, 2009	Bonus	226	-	1
June 6, 2017	Tendered in buyback offer	90	2,850.00	1
June 4, 2018	Bonus	226	-	1
	Total	**766**		

7. Confirmations from the Company as per the provisions of the Buyback Regulations and the Companies Act

7.1 The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback;

7.2 The Company shall not issue any equity shares or other securities (including by way of bonus) till the date of closure of the Buyback;

7.3 The Company shall pay the consideration only by way of cash;

7.4 The Company shall not raise further capital for a period of one year from the closure of the Buyback, except in discharge of subsisting obligations;

7.5 The Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or the Public Announcement for the Buyback is made;

7.6 The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendency of the lock-in or till the shares or other specified securities become transferable;

7.7 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;

7.8 The Company shall not buyback its Equity Shares from any person through a negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

7.9 The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend, or repayment of any term loans or interest payable thereon to any financial institution or banking company;

7.10 The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback will not be more than twice the paid-up capital and free reserves after the Buyback; and

7.11 The Buyback shall be completed within a period of one year from the date of passing of the special resolution.

8. Confirmations from the Board

The Board of Directors of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:

8.1 Immediately following the date of the Board Meeting, and the date on which the result of shareholders' resolution passed by way of Postal Ballot/E-voting (**"Postal Ballot Resolution"**) was declared, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts;

8.2 As regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the date of the Postal Ballot Resolution, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting as also from the date of the Postal Ballot Resolution;

8.3 In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 2013/ Insolvency and Bankruptcy Code, 2016, as applicable.

9. Report addressed to the Board of Directors by the Company's Auditors on permissible capital payment and opinion formed by directors regarding insolvency

The text of the Report dated June 15, 2018 of B S R & Co. LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors
Tata Consultancy Services Limited
9th Floor, Nirmal Building
Nariman Point
MUMBAI 400 021

Dear Sirs

Statutory Auditors' Report in respect of proposed buy back of equity shares by Tata Consultancy Services Limited ('the Company') in terms of clause (xi) of Part A of Schedule II of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended (the "SEBI Buyback Regulations")

1. This report is issued in accordance with the terms of our engagement letter dated 15 June 2018. The Board of Directors of Tata Consultancy Services Limited have approved a proposed buy-back of equity shares by the Company at its meeting held on 15 June 2018, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('the Act') and the SEBI Buyback Regulations.

2. The accompanying Statement of permissible capital payment ('**Annexure A**') as at 31 March 2018 (hereinafter referred together as the "**Statement**") is prepared by the management, which we have initialed for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement in accordance with Section 68 (2)(c) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditors' Responsibility

4. Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
   i. whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements for the year ended 31 March 2018;
   ii. if the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone financial statements in accordance with Section 68(2)(c) of the Act; and
   iii. if the Board of Directors in their meeting dated 15 June 2018, have formed the opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from that date.

5. The standalone financial statements referred to in paragraph 4 above, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our report dated 19 April 2018.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on inquiries conducted and our examination as above, we report that:
   a) We have inquired into the state of affairs of the Company in relation to its audited standalone financial statements as at and for the year ended 31 March 2018;
   b) The amount of permissible capital payment (including premium) towards the proposed buy back of equity shares as computed in the Statement attached herewith is, in our view properly determined in accordance with Section 68 (2) (c) of the Act. The amounts of share capital and free reserves have been extracted from the audited standalone financial statements of the Company as at and for the year ended 31 March 2018; and
   c) The Board of Directors of the Company, in their meeting held on 15 June 2018 have formed their opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board meeting resolution dated 15 June 2018.

Restriction on Use

9. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement, draft letter of offer, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the managers, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai
15 June 2018

Annexure A:

Statement of permissible capital payment

Particulars	Amount (Rs. in crore)
Paid up equity share capital as on 31 March 2018 (191,42,87,591 equity shares of face value Re.1 each)	191
Free reserves as on 31 March 2018	
- Retained earnings	74,080
Total	**74,271**
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (25% of the total paid up capital and free reserves)	18,568
Amount proposed by Board Resolution dated 15 June 2018 approving the Buyback, subject to shareholders approval by special resolution, based on the audited accounts for the year ended 31 March 2018	16,000

10. Record Date and Shareholder Entitlement

10.1 As required under the Buyback Regulations, the Company has announced **August 18, 2018** as the record date (**"Record Date"**) for the purpose of determining the entitlement and the names of the Shareholders who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback (**"Letter of Offer"**) along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (i) reserved category for Small Shareholders (defined below) and (ii) the general category for all other Eligible Shareholders.

10.4 As defined under the Buyback Regulations, a **"Small Shareholder"** is an Eligible Shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE, on which the highest trading volume in respect of the Equity Shares on the Record Date was recorded, of not more than ₹ 200,000 (Rupees Two Lakhs Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.6 On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. The final number of Equity Shares the Company will purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not purchase all of the Equity Shares tendered by the Eligible Shareholders in the Buyback.

10.7 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.8 The participation of the Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders may opt to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any.

10.9 The maximum tender under the Buyback by any Eligible Shareholder should not exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date.

10.10 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback.

10.11 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders as on the Record Date.

11. Process and Methodology to be Adopted for the Buyback

11.1 The Buyback is open to all Eligible Shareholders / beneficial owners of the Company holding Equity Shares either in physical or electronic form, as on the Record Date.

11.2 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" pursuant to the SEBI

सौम्यजीत ने बलात्कार का आरोप लगाने वाली लड़की से रचाई शादी

नई दिल्ली, 6 अगस्त (भाषा)।

भारतीय टेबल टेनिस खिलाड़ी सौम्यजीत घोष ने उस लड़की से शादी कर ली है जिसने चार महीने पहले उन पर बलात्कार का आरोप लगाया था।

विश्व रैंकिंग में करिअर के सर्वश्रेष्ठ 58वें स्थान पर पहुंचने वाले घोष पर 18 साल की लड़की ने बलात्कार का मामला दर्ज करवाया था जिसके बाद 25 साल के इस टेबल टेनिस खिलाड़ी को राष्ट्रमंडल खेलों में टीम से बाहर कर दिया गया था। उन्हें आगामी एशियाई खेलों की टीम में भी जगह नहीं मिली है।

घोष को उम्मीद है कि अदालत में चल रहे उनके मामले की सुनवाई जल्द पूरी होगी और वह इस खेल में वापसी करेंगे। घोष ने कहा कि उनका लक्ष्य अपने तीसरे ओलंपिक में देश का प्रतिनिधित्व करने का है।

लंदन और रियो ओलंपिक के लिए क्वालीफाई करने वाले इस खिलाड़ी ने कहा, मेरा लक्ष्य तीसरे ओलंपिक में खेलना है लेकिन अभी सारा ध्यान कानूनी दांव पेच में है। मेरा वजन भी काफी बढ़ गया है। वापसी करना मुश्किल होगा लेकिन मुझे इसका तरीका ढूंढना होगा। घोष ने कहा, कहते हैं न भारत में खिलाड़ियों को कुछ पाने के लिए बहुत सारी परेशानियों से गुजरना होता है। ऐसी स्थिति से आप और मजबूत होते हैं लेकिन चार महीने पहले मेरे साथ जो हुआ उसने मुझे पूरी तरह झकझोर दिया। मुझे नहीं पता था कि इससे कैसे निपटना है। उन्होंने कहा, हर कोई लड़की के बारे में सोच रहा था। वह युवा है। मैं भी युवा हूं। जब हमने डेटिंग शुरू की तब वह नाबालिग थी, मैं 22 साल का था। मैं अब भी युवा हूं। अब मैं पीछे नहीं देखना चाहता



- भारतीय टेबल टेनिस खिलाड़ी पर चार माह पहले दर्ज हुआ था मामला
- राष्ट्रमंडल खेलों में टीम से कर दिया था बाहर। एशियाई खेलों में भी नहीं मिली जगह

हूं, भविष्य पर ध्यान लगना चाहता हूं। मुझे उम्मीद है कि अदालत में यह मामला जल्द सुलझ जाएगा और मैं अभ्यास शुरू कर पाऊंगा। घोष के खिलाफ जब यह मामला दर्ज हुआ था तब वह जर्मनी में खेल रहे थे। भारत में गिरफ्तारी से बचने के लिए वह यूरोप के तीन-चार अलग-अलग देशों में ही रुके रहे और मई में स्वदेश वापस आए।

उन्होंने कहा, इस समय मुझे पता चला कि मेरा शुभचिंतक कौन है। मैं पूरी तरह टूट चुका था। मैं अपने करिअर के शीर्ष पर था, जर्मनी में अच्छे क्लब के लिए खेल रहा था और कुछ ऐसा हो गया। मैं किसी का नाम नहीं लूंगा लेकिन मैं उस समय से आगे निकल चुका हूं। ऐसे दो लोगों और जाहिर हैं मेरे माता-पिता की मदद के बिना संभव नहीं होता। मुश्किल वक्त में शरत कमल, जी सथियान, हरमीत देसाई और राष्ट्रीय टीम के दूसरे खिलाड़ी घोष के साथ खड़े दिखे। उन्होंने कहा, टीटीआइएफ, खिलाड़ी सब मेरे साथ खड़े थे। सब कुछ गलत हो रहा था लेकिन उनके समर्थन से मैं मजबूत रहा।

के साथ पेस की जोड़ी पर विचार कर सकते हैं जीशान

नई दिल्ली, 6 अगस्त (भाषा)।

लिएंडर पेस अगले महीने होने वाले एशियाई खेलों में सुमित नागल की जगह रामकुमार रामनाथन के साथ जोड़ी बना सकते हैं क्योंकि कप्तान जीशान अली ने कहा है कि वह इस सीनियर के खिलाड़ी के साथ जोड़ी बनाने के रामकुमार के आग्रह पर विचार करेंगे।

जोड़ियों को लेकर शुरुआती योजना के अनुसार युगल स्पर्धा के लिए रोहन बोपन्ना को दिविज शरण जबकि पेस को युवा सुमित नागल के साथ जोड़ी बनानी थी। एटीपी न्यूपोर्ट प्रतियोगिता के फाइनल में जगह बनाने वाले रामकुमार ने कहा है कि वह जकार्ता और पालेमबांग में 18 अगस्त से शुरू हो रहे एशियाई खेलों में पेस के साथ मिलकर पदक जीतना चाहेंगे।

जीशान ने कहा, वहां पहुंचने के बाद मैं खिलाड़ियों से बात करूंगा और इसके बाद फैसला करूंगा। इसके कई पहलू हैं। मैं अभी कोई फैसला नहीं करना चाहता लेकिन इस पर विचार करने की संभावना है क्योंकि राम और लिएंडर अतीत में एक साथ खेल चुके हैं और एक दूसरे के खेल को जानते हैं। रामकुमार और पेस ने टूर पर सिर्फ एक बार जोड़ी बनाई है। पुणे चैलेंजर 2016 में ये दोनों क्वार्टर फाइनल में पहुंचे थे लेकिन पेस तब से रामकुमार के मेंटर की भूमिका निभा रहे हैं। रामकुमार पालेमबांग में प्रजनेश गुणेश्वरन के साथ पुरुष एकल स्पर्धा में भी हिस्सा लेंगे जबकि नागल को बैकअप के तौर पर चुना गया है। विष्णु वर्धन, एन श्रीराम बालाजी और जीवन नेदुनजेझियान जैसे कई युगल खिलाड़ियों ने युगल टीम में नागल के चयन पर सवाल उठाए हैं लेकिन जीशान ने इस पसंद का बचाव करते हुए कहा कि जरूरत पड़ने पर हरियाणा का यह युवा खिलाड़ी एकल और युगल दोनों में खेल सकता है। एकल स्पर्धा की शुरुआत 19 अगस्त जबकि युगल स्पर्धा की इसके अगले दिन से होगी। भारतीय टीम में जिन खिलाड़ियों को जगह दी गई है उनमें से सिर्फ पेस और दिविज ने एशियाई खेलों में पदक जीते हैं।



नई दिल्ली में सोमवार को 2019 रग्बी विश्व कप ट्रॉफी के भारत पहुंचने पर एक कार्यक्रम में केंद्रीय खेल मंत्री राज्यवर्धन सिंह राठौर का स्वागत करते हुए।

कांग्रेस नेतृत्व वाले महागठबंधन का समर्थन करेंगे : शरद यादव

जयपुर, 6 अगस्त (भाषा)।

लोकतांत्रिक जनता दल के नेता शरद यादव ने सोमवार कहा कि उनकी पार्टी आगामी चुनावों में कांग्रेस के नेतृत्व वाले महागठबंधन का समर्थन करेगी।

जयपुर में संवाददाताओं से बातचीत में यादव ने कहा कि कांग्रेस आगामी चुनावों में महागठबंधन की ड्राइविंग सीट पर होगी। हम इस गठबंधन का सहयोग करेंगे। प्रधानमंत्री पद के लिए गठबंधन द्वारा चुने जाने वाले नेता का भी उनकी पार्टी समर्थन करेगी।

उन्होंने कहा कि राजस्थान में इस वर्ष के अंत होने वाले विधानसभा चुनावों में लोकतांत्रिक जनता दल 50 विधानसभा सीटों पर चुनाव लड़ेगी। यादव ने बिहार के मुजफ्फरपुर में दुष्कर्म की घटनाओं पर कहा कि मामले की जांच सेवानिवृत्त न्यायाधीश के नेतृत्व वाले दल से करवाई जानी चाहिए और सरकार को इस मामले में जिम्मेदारी से कार्रवाई करनी चाहिए।

उन्होंने असम में राष्ट्रीय नागरिक पंजिका (एनआरसी) के जरिए 40 लाख नागरिकों को अलग करने के मामले में कहा कि केंद्र को इस मुद्दे पर चर्चा करने के लिए एक सर्वदलीय बैठक बुलानी चाहिए।

यादव ने राजस्थान की मुख्यमंत्री वसुंधरा राजे की राजस्थान गौरव यात्रा निकाले जाने पर कहा कि प्रदेश मॉब लिंचिंग, किसान आत्महत्याएं और बेरोजगारी जैसी समस्याओं से जूझ रहा है और सरकार वोटों के लिए यात्रा निकाल रही हैं।

जम्मू कश्मीर : शहीदों के परिवारों की आर्थिक सहायता के लिए मुहिम शुरू

श्रीनगर, 6 अगस्त (भाषा)।

जम्मू कश्मीर पुलिस ने राज्य में आतंकवाद से लड़ाई में मारे गए 499 विशेष पुलिस अधिकारियों (एसपीओ) के परिवारों को आर्थिक सहायता मुहैया कराने के लिए लोगों से चंदा एकत्र करने की एक मुहिम सोमवार शुरू की।

पुलिस के एक अधिकारी ने बताया कि पुलिस महानिदेशक एसपी वैद ने सोशल मीडिया के जरिए लोगों से चंदा इकट्ठा करने के लिए ट्विटर पर सुबह आठ बजे अभियान शुरू किया। अधिकारी ने कहा, 'हमारे 499 एसपीओ ने ड्यूटी के दौरान अपने जीवन का सर्वोच्च बलिदान दिया। उनके परिवारों की देखभाल करना हमारी जिम्मेदारी है।' उन्होंने बताया, 'चंदा एकत्रित करना इन शहीदों और उनके परिवारों के प्रति कृतज्ञता व्यक्त करने का हमारा छोटा-सा प्रयास है।'

उन्होंने बताया कि मिलने वाले धन का उपयोग मारे गए एसपीओ के परिवार वालों के पुनर्वास, उनके बच्चों को शिक्षा देने, उनके पेशेवर पाठ्यक्रमों एवं प्रतियोगी परीक्षा के लिए कोचिंग देने के वास्ते किया जाएगा।

पालघर में नाबालिग से बलात्कार, आरोपी गिरफ्तार

पालघर, 6 अगस्त (भाषा)।

महाराष्ट्र के पालघर जिले में 19 वर्षीय व्यक्ति ने अपने पड़ोस में रहने वाली एक नाबालिग बच्ची से कथित तौर पर बलात्कार किया। एक पुलिस अधिकारी ने सोमवार बताया कि आरोपी को गिरफ्तार कर लिया गया है। यह घटना रविवार की है जब वाडा तालुका के एक गांव में लड़की के माता-पिता खेत में काम करने गए हुए थे और बच्ची तथा उसका आठ महीने का भाई घर पर थे।

वाडा पुलिस थाने के एक अधिकारी ने बताया कि उस समय आरोपी घर में घुसा और उसे मिठाई का लालच दिया। इसके बाद वह लड़की को पास ही में अपनी बहन के घर ले गया और वहां उससे कथित तौर पर बलात्कार किया। लड़की के माता-पिता को घर लौटने के बाद घटना के बारे में पता चला।

एनएससीएन (आइएम) और केंद्र के बीच बैठक रोकने की अपील

ईटानगर, 6 अगस्त (भाषा)।

ऑल अरुणाचल प्रदेश स्टूडेंट्स यूनियन (एएपीएसयू) ने मुख्यमंत्री प्रेमा खांडू से अपील की है कि वह केंद्र सरकार को नेशनल सोशलिस्ट काउंसिल ऑफ नगालैंड (एनएससीएन-आइएम) और गृह मंत्रालय के बीच नौ अगस्त को होने वाली प्रस्तावित बैठक नहीं करने के लिए राजी करें।

यूनियन ने रविवार खांडू को एक ज्ञापन पत्र सौंपा है। इसमें कहा गया है कि वह बैठक अरुणाचल प्रदेश के लोगों को बिना विश्वास में लिए ही प्रस्तावित की गई है। ज्ञापन में कहा गया है, 'यूनियन केंद्र सरकार और एनएससीएन-आईएम के बीच शांति वार्ता का स्वागत करती है लेकिन अरुणाचल प्रदेश की क्षेत्रीय और प्रशासनिक एकता की कीमत पर नहीं।' यूनियन ने कहा, 'यह कथित शांति वार्ता के प्रारूप पर संशय की स्थिति पैदा करने और राज्य में शांति भंग करने की उनकी तरफ से की गई सोची-समझी साजिश है। भारत-नगा शांति वार्ता मसौदा प्रारूप पर तीन अगस्त, 2015 को हस्ताक्षर किया गया था लेकिन अब भी इस पर रहस्य बना हुआ है और इसे अब तक सार्वजनिक नहीं किया गया है।'छात्रों की इस इकाई ने प्रस्तावित बैठक पर शंका जाहिर करते हुए इसके गंभीर निहितार्थ की बात कही और मुख्यमंत्री से इस बैठक को रोकने और केंद्र सरकार से बातचीत के लिए तत्काल सर्वदलीय प्रतिनिधिमंडल बनाने की मांग की।

TATA CONSULTANCY SERVICES LIMITED

TATA

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

11.3 For the implementation of the Buyback, the Company has appointed JM Financial Services Limited as the registered broker to the Company (**"Company Broker"**) to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company Broker are as follows:

JM Financial Services Limited
5th Floor, Cnergy, Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025, India.
Tel : +91 22 6704 3000, Fax : +91 22 6761 7222
Contact Person: Mr. Kinnar Darji; Tel.: +91 22 6704 3503
Email: kinnar.darji@jmfl.com, Website: www.jmfinancialservices.in
SEBI Registration Number: INB-INF011054831 (BSE);
INB/INE/INF231054835 (NSE)
Corporate Identity Number: U67120MH1998PLC115415

11.4 **Separate acquisition window ("Acquisition Window") will be provided by Stock Exchanges to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by the Stock Exchanges from time to time. For the purpose of this Buyback, BSE has been appointed as the 'Designated Stock Exchange'.**

11.5 At the beginning of the tendering period, the order for buying Equity Shares shall be placed by the Company through the Company Broker. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers (**"Seller Member(s)"**) during normal trading hours of the secondary market. The Seller Members can enter orders for dematerialized shares as well as physical shares.

11.6 **Procedure to be followed by Eligible Shareholders holding Equity Shares in Dematerialised Form**

11.6.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialised form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.6.2 The Seller Member would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Before placing the order/bid, the Eligible Shareholder would be required to transfer the tendered Equity Shares to the special account of the clearing corporations (referred to as the **"Clearing Corporation"**) by using the early pay-in mechanism as prescribed by the Stock Exchanges or the Clearing Corporation prior to placing the bid by the Seller Member.

11.6.3 The details of the special account of the Clearing Corporation and the settlement number shall be informed in the issue opening circular that will be issued by the Stock Exchanges and/ or the Clearing Corporation.

11.6.4 For custodian participant orders for dematerialized Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders no later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.6.5 Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip (**"TRS"**) generated by the Exchange Bidding System to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of order submitted such as bid ID number, application number, Depository Participant ID, client ID, number of Equity Shares tendered, etc.

11.7 **Procedure to be followed by Eligible Shareholders holding Equity Shares in Physical Form**

11.7.1 Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Member(s) along with the complete set of documents for verification procedures to be carried out. Such documents include (i) the tender form duly signed (by all Shareholders in case shares are in joint names) in the same order in which they hold the shares (ii) original Equity Share certificate(s), (iii) valid share transfer form(s) i.e. Form SH-4 duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of the Eligible Shareholder's PAN card, (v) any other relevant documents such as, but not limited to, duly attested power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original Eligible Shareholder has deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

11.7.2 Based on the aforesaid documents, the Seller Member shall place the bid on behalf of the Eligible Shareholder who is holding Equity Shares in physical form and intend to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Upon placing the bid, the Seller Member shall provide a TRS generated by the Exchange Bidding System to the Eligible Shareholder. The TRS will contain the details of order submitted such as folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

11.7.3 The Seller Member / Eligible Shareholder is required to deliver the original Equity Share certificate(s) and documents (as mentioned in Paragraph 11.7.1 above) along with the TRS either by registered post or courier or hand delivery to the registrar to the Buyback i.e. Link Intime India Private Limited (**"Registrar"**) at the address mentioned at Paragraph 14 below or the collection centre of the Registrar details of which will be included in the Letter of Offer within 2 days of bidding by Seller Member. The envelope should be super-scribed as **"TCS Buyback Offer 2.0.2018"**. One copy of the TRS will be retained by Registrar and it will provide acknowledgement of the same to the Seller Member / Eligible Shareholder.

11.7.4 Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for the Buyback shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar will verify such

11.8 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

11.9 The cumulative quantity of Equity Shares tendered shall be made available on the website of the Stock Exchanges (NSE's website: www.nseindia.com; BSE's website: www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12. **Method of Settlement**

12.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.1.2 The Company will pay the consideration to the Company Broker which will transfer the consideration pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If any Eligible Shareholder's bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Members' for onward transfer to such Eligible Shareholder.

12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the escrow account of the Company (**"Company Demat Escrow Account"**) provided it is indicated by the Company Broker or it will be transferred by the Company Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Stock Exchanges.

12.1.4 Eligible Shareholder will have to ensure that they keep their depository participant (**"DP"**) account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback. Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the shareholder. Any excess Equity Shares, in physical form, pursuant to proportionate acceptance / rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.

12.1.5 The Seller Member would issue contract note for the Equity Shares accepted under the Buyback. The Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.1.6 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges and expenses (including brokerage) that may be levied by the Seller Member upon the selling Eligible Shareholders placing the order to sell the shares on behalf of the shareholders. The Buyback consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Manager to the Buyback and the Company accept no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Eligible Shareholders.

12.1.7 The Equity Shares lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13. **Compliance Officer**
The Company has designated the following as the Compliance Officer for the Buyback:
Mr. Rajendra Moholkar
Company Secretary
Registered office:
9th Floor, Nirmal Building,
Nariman Point
Mumbai 400 021
CIN: L22210MH1995PLC084781
Tel: + 91 22 67789696
E-mail: investor.relations@tcs.com, website: www.tcs.com

In case of any clarifications or to address investor grievance, the Eligible Shareholders may contact the Compliance Officer, on all working days, from Monday to Friday between 10 am to 5 pm, at the above mentioned address.

14. **Registrar to the Offer/Registrar**
LINKIntime

Link Intime India Private Limited
C-101, 247 Park,
L.B.S. Marg
Vikhroli (West)
Mumbai 400 083
Tel: +91 22 4918 6300
Fax: +91 22 4918 6195
Contact Person: Mr. Sumeet Deshpande
E-mail: tcs.buyback2018@linkintime.co.in
In case of any queries, Eligible Shareholders may also contact the Registrar to the Buyback, on all working days, from Monday to Friday between 10 am to 5 pm, at the above mentioned address.

15. **Manager to the Buyback**
JM FINANCIAL

JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg, Prabhadevi,
Mumbai – 400025, Maharashtra, India
Tel: +91 22 6630 3000
Fax: +91 22 6630 3330
Contact Person: Ms. Prachee Dhuri
Email: tcs.buyback2018@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361
Corporate Identity Number: L67120MH1986PLC038784

16. **Directors' Responsibility**
As per Regulation 19(1)(a) of the Buyback Regulations, the Board accepts full and final responsibility for the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and behalf of the Board of Directors of
TATA CONSULTANCY SERVICES LIMITED

Sd/-
Rajesh Gopinathan
(CEO and Managing Director)
DIN: 06385813

Sd/-
N Ganapathy Subramaniam
(COO and Executive Director)
DIN: 07006215

Sd/-
Rajendra Moholkar
(Company Secretary)
Membership Number: A8644

Date: August 6, 2018
Place:Mumbai

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

This Public Announcement (the "Public Announcement") is being made pursuant to Regulation 8(1) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, for the time being in force including any statutory modifications and amendments from time to time (the "Buyback Regulations") and contains the disclosures as specified in Part A of Schedule II to the Buyback Regulations.

OFFER TO BUY BACK FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹1 (RUPEE ONE) EACH UP TO 7,61,90,476 (SEVEN CRORE SIXTY ONE LAKH NINETY THOUSAND FOUR HUNDRED AND SEVENTY SIX) AT A PRICE OF ₹2,100 (RUPEES TWO THOUSAND ONE HUNDRED ONLY) PER FULLY PAID-UP EQUITY SHARE PAYABLE IN CASH ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE THROUGH STOCK EXCHANGE MECHANISM

1. The Buyback Offer

1.1 The Board of Directors ("**Board**") of Tata Consultancy Services Limited ("**Company**" or "**TCS**"), at its meeting held on Friday, June 15, 2018 ("**Board Meeting**") has, subject to the approval of the shareholders of the Company by way of a special resolution and subject to such approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved a buyback by the Company of fully paid-up equity shares of face value of ₹1 (Rupee One) each ("**Equity Shares**") up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred and seventy six) Equity Shares, on a proportionate basis, through the "Tender Offer" route through Stock Exchange mechanism in accordance with the provisions of the Companies Act, 2013 ("**Act**"), the Companies (Share Capital and Debentures) Rules, 2014 ("**Share Capital Rules**"), the Companies (Management and Administration) Rules, 2014 ("**Management and Administration Rules**") to the extent applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Buyback Regulations read with Securities and Exchange Board of India Circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 (the "**SEBI Circulars**") at a price of ₹2,100 (Rupees Two thousand one hundred only) per Equity Share ("**Buyback Price**") payable in cash for an aggregate consideration not exceeding ₹16,000 crore (Rupees sixteen thousand crore only) ("**Offer Size**") excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. ("**Buyback**").

1.2 Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board had sought approval of the shareholders of the Company for the Buyback, by way of a special resolution.

1.3 The shareholders of the Company approved the Buyback, by way of a special resolution, through postal ballot (including e-voting) pursuant to a postal ballot notice dated June 15, 2018 (the "**Postal Ballot Notice**"), the results of which were announced on August 4, 2018.

1.4 The Buyback is pursuant to Article 11 of the Articles of Association of the Company, Sections 68, 69, 70 and other applicable provisions, if any, of the Act, the relevant rules framed thereunder, including the Share Capital Rules and the Management and Administration Rules, to the extent applicable, and the Buyback Regulations.

1.5 The Buyback is further subject to approvals, permissions and sanctions as may be necessary, and subject to such conditions and modifications, if any, from time to time from statutory, regulatory or governmental authorities as required under applicable laws, including but not limited to Securities and Exchange Board of India ("**SEBI**") and the stock exchanges where the Equity Shares of the Company are listed i.e. the BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**") (collectively, "**Stock Exchanges**").

1.6 The Buyback is within 25% of the aggregate of paid-up capital and free reserves of the Company as per the audited financial statements of the Company as on March 31, 2018 (the last standalone audited financial statements available as on the date of Board Meeting recommending the proposal of the Buyback). The Offer Size of the Buyback constitutes 21.54% of the aggregate paid-up equity share capital and free reserves of the Company and represents 1.99% of the total issued and paid-up equity share capital of the Company.

1.7 The Equity Shares shall be bought back on a proportionate basis from all the equity shareholders of the Company as on the Record Date (as defined below) ("**Eligible Shareholders**") through the "Tender Offer" route, as prescribed under the Buyback Regulations, and subject to applicable laws, facilitated through the stock exchange mechanism as specified by SEBI in the SEBI Circulars. Please refer to Paragraph 10 below for details regarding the Record Date and share entitlement for tender in the Buyback.

1.8 In terms of the Buyback Regulations, under Tender Offer route, promoters have the option to participate in a buyback. Accordingly, the Promoter Companies (as defined below) have informed the Company regarding their intention to participate in the Buyback. The extent of their participation in the Buyback has been detailed in Paragraph 6.5 of this Public Announcement.

1.9 Participation in the Buyback by Eligible Shareholders may trigger capital gains taxation in India and in their country of residence. The transaction of Buyback would also be chargeable to securities transaction tax in India. In due course, Eligible Shareholders will receive a Letter of Offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.

1.10 A copy of this Public Announcement is available on the website of the Company at www.tcs.com and is expected to be available on the website of the SEBI at www.sebi.gov.in during the period of Buyback and on the website of the Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. Objective of the Buyback

The Buyback is a capital allocation decision taken with the objective of improving the Company's Return on Equity and increasing shareholder value in the longer term.

3. Maximum number of securities that the Company proposes to Buyback

The Company proposes to buyback up to 7,61,90,476 (Seven crore sixty one lakh ninety thousand four hundred seventy six) Equity Shares of face value of ₹1 (Rupee One) each of the Company.

4. Buyback Price and basis of determining price of the Buyback

The Equity Shares of the Company are proposed to be bought back at a price of ₹2,100 (Rupees two thousand one hundred only) per Equity Share ("**Offer Price**"). The Offer Price has been arrived at after considering various factors including, but not limited to the trends in the volume weighted average prices and closing price of the Equity Shares on the BSE and the NSE where the Equity Shares of the Company are listed, the net worth of the Company, price earnings ratio, impact on other financial parameters and the possible impact of Buyback on the earnings per Equity Share.

The Offer Price represents a (i) premium of 31.72% and 32.21% to the volume weighted average market price of the Equity Share on BSE and on NSE, respectively, during the three months preceding June 12, 2018, being the date of intimation to the Stock Exchanges of the date of the Board Meeting to consider the proposal of the Buyback ("**Intimation Date**"), and (ii) premium of 17.91% over the closing price of the Equity Share on the Stock Exchanges, as on the Intimation Date.

The Company confirms that as required under Section 68(2)(c) of the Act, the ratio of the aggregate of secured and unsecured debt owned by the Company will not be more than twice the paid-up capital and free reserves after the Buyback.

5. Maximum amount required for Buyback, its percentage of the total paid-up Capital and free reserves and source of funds from which Buyback would be financed

The maximum amount required for Buyback will not exceed ₹16,000 crore (Rupees Sixteen thousand crore only) excluding transaction costs viz. brokerage, applicable taxes such as securities transaction tax, goods and service tax, stamp duty, etc. The said amount works out to 21.54% of the aggregate of the fully paid up share capital and free reserves as per the audited financial statements of the Company as on March 31, 2018 which is within the prescribed limit of 25%, under the Act.

The funds for the implementation of the Buyback will be sourced out of the free reserves (retained earnings) and/or such other source as may be permitted by the Buyback Regulations or the Act.

The Company shall transfer from its free reserves, a sum equal to the nominal value of the equity shares so bought back to the capital redemption reserve account, and details of such transfer shall be disclosed in its subsequent audited financial statements.

The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback.

6. Details of holding and transactions in the shares of the Company

The aggregate shareholding of the (i) promoter and promoter group of the Company (the "**Promoter Companies**"); (ii) Directors of the Promoter Companies; and (iii) the Directors and Key Managerial Personnel of the Company as on date of the Postal Ballot Notice i.e. June 15, 2018, are as follows:

6.1 Aggregate shareholding of the Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
1	Tata Sons Limited	2,75,22,37,822	71.89
2	Tata Investment Corporation Limited	10,54,220	0.03
3	Tata Steel Limited	47,608	0.00
4	Tata Industries Limited	7,220	0.00
5	The Tata Power Company Limited	766	0.00
	Total	**2,75,33,47,636**	**71.92**

6.2 Aggregate shareholding of the Directors of Promoter Companies as on June 15, 2018:

Sr. No.	Name	Number of Equity Shares Held	% Shareholding
Tata Sons Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mrs. Farida Khambata	6,000	0.00
3	Mr. Harish Manwani*	4,000	0.00
4	Mr. Bhaskar Bhat	160	0.00
Tata Investment Corporation Limited			
1	Mr. Noel N. Tata*	22,49,084	0.06
2	Mr. Farokh N. Subedar*	10,306	0.00
3	Mr. Pradip P. Shah*	5,150	0.00
4	Mr. Amit N. Dalal*	4,094	0.00
5	Mr. Ardeshir B. Dubash*	3,460	0.00
6	Mr. Zubin S. Dubash	2,782	0.00
7	Mr. Hoshang N. Sinor*	88	0.00
Tata Steel Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Narendran T. V.*	272	0.00
Tata Industries Limited			
1	Mr. Farokh N. Subedar*	10,306	0.00
The Tata Power Company Limited			
1	Mr. N. Chandrasekaran	1,77,056	0.00
2	Mr. Ashok Sethi*	272	0.00

*Includes shares held jointly with relative

6.3 Aggregate shareholding of the Directors and Key Managerial Personnel of the Company as on June 15, 2018:

Sr. No.	Name	Designation	Number of Equity Shares Held	% Shareholding
1	Mr. N. Chandrasekaran	Chairman	1,77,056	0.00
2	Mr. Rajesh Gopinathan	Chief Executive Officer and Managing Director	2,260	0.00
3	Mr. N. Ganapathy Subramaniam	Chief Operating Officer and Executive Director	1,97,760	0.00
4	Ms. Aarthi Subramanian	Non-Executive Director	5,600	0.00
5	Mr. Ramakrishnan V.	Chief Financial Officer	2,000	0.00
6	Mr. Rajendra Moholkar	Company Secretary	364	0.00

6.4 Aggregate Equity Shares purchased or sold by (i) the Promoter Companies; (ii) Directors of the Promoter Companies; and (iii) Directors & Key Managerial Personnel of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved till the date of the Postal Ballot Notice i.e. June 15, 2018:

6.4.1 Aggregate of Equity Shares purchased or sold by the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Tata Sons Limited	3,12,69,000	Sale	2,876.46	March 13, 2018	2,872.19	March 13, 2018
Tata Sons Limited	1,37,61,18,911					
Tata Investment Corporation Limited	5,27,110					
Tata Steel Limited	47,608					
Tata Industries Limited	7,220					
The Tata Power Company Limited	766					

6.4.2 Aggregate Equity Shares purchased or sold by the Directors of the Promoter Companies:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	2,07,463	Sale	3,171.00	February 1, 2018	2,692.51	January 11, 2018
Mr. Koushik Chatterjee* *Tata Steel Limited*	900	Sale	2,938.78	February 7, 2018	2,938.78	February 7, 2018
Mr. Noel N. Tata* *Tata Investment Corporation Limited*	11,24,542	Bonus Issue	Not Applicable			
Mr. N. Chandrasekaran *Tata Sons Limited, Tata Steel Limited and The Tata Power Company Limited*	88,528					
Mr. Farokh N. Subedar* *Tata Investment Corporation Limited and Tata Industries Limited*	5,153					
Mrs. Farida Khambata *Tata Sons Limited*	3,000					
Mr. Pradip P. Shah* *Tata Investment Corporation Limited*	2,575					
Mr. Amit N. Dalal* *Tata Investment Corporation Limited*	2,047					
Mr. Harish Manwani* *Tata Sons Limited*	2,000					
Mr. Ardeshir B. Dubash* *Tata Investment Corporation Limited*	1,730					
Mr. Zubin S. Dubash *Tata Investment Corporation Limited*	1,391					
Mr. Narendran T. V.* *Tata Steel Limited*	136					
Mr. Ashok Sethi* *The Tata Power Company Limited*	136					
Mr. Bhaskar Bhat *Tata Sons Limited*	80					
Mr. Hoshang N. Sinor* *Tata Investment Corporation Limited*	44					

*Includes shares held jointly with relative

6.4.3 Aggregate Equity Shares purchased or sold by the Directors and Key Managerial Personnel of the Company:

Name	Aggregate Number of Equity Shares purchased / sold	Nature of Transactions	Maximum Price Per Equity Share (₹)	Date of Maximum Price	Minimum Price Per Equity Share (₹)	Date of Minimum Price
Mr. N. Chandrasekaran	88,528	Bonus Issue	Not Applicable			
Mr. Rajesh Gopinathan	1,130					
Mr. N. Ganapathy Subramaniam	99,880					
Ms. Aarthi Subramanian	2,800					
Mr. Ramakrishnan V.	1,000					
Mr. Rajendra Moholkar	182					

6.5 Intention of Promoter and Promoter Group to participate in Buyback:

In terms of the Buyback Regulations, under the tender offer route, the promoters have an option to participate in the Buyback. In this regard, the Promoter Companies have expressed their intention to participate in the Buyback, and may tender up to an aggregate maximum of 5,47,91,619 Equity Shares or such lower number of Equity Shares in accordance with the provisions of the Buyback Regulations. Please see below the maximum number of Equity Shares intended to be tendered by each Promoter Company:

Sr. No.	Name	Number of Equity Shares Held	Maximum Number of Equity Shares Intended to Tender
1	Tata Sons Limited	2,75,22,37,822	5,47,69,533
2	Tata Investment Corporation Limited	10,54,220	20,978
3	Tata Steel Limited	47,608	947
4	Tata Industries Limited	7,220	145
5	The Tata Power Company Limited	766	16
	Total	**2,75,33,47,636**	**5,47,91,619**

The details of the date and price of acquisition of the Equity Shares that the Promoter Companies intend to tender are set out below:

Date of Transaction	Nature of Transaction	Number of Equity Shares	Consideration (₹ per Share)	Face Value (₹)
Tata Sons Limited				
June 16, 2000	Purchase	3,64,40,002	15.51	10
March 30, 2001	Sale	36,13,474	15.51	10
March 28, 2002	Sale	30,526	15.51	10
	Sub Total	**3,27,96,002**		
May 5, 2004	Split (from ₹ 10 to ₹ 1)	32,79,60,020	1.55	1
May 13, 2004	Bonus	8,19,90,005	-	1
August 19, 2004	Sale	2,27,74,996	827.40	1
November 8, 2005 to December 9, 2005	Sale	47,50,000	1,519.38	1
December 10, 2005	Purchase	68,17,196	153.54	1
June 29, 2006	Bonus	38,92,42,225	-	1
September 27, 2006 to September 29 , 2008	Sale	5,67,82,251	891.19	1
June 18, 2009	Bonus	72,17,02,199	-	1
October 21, 2011	Purchase	47,300	1,058.77	1
June 6, 2017	Tendered in buyback offer	3,60,63,787	2,850.00	1
March 13, 2018	Sale	3,12,69,000	2,856.58	1
June 4, 2018	Bonus	1,37,61,18,911	-	1
	Total	**2,75,22,37,822**		
Tata Investment Corporation Limited				
August 12, 2006	Bonus	25,226	-	1
September 10, 2007	Purchase	90,000	1,064.25	1
December 18, 2007	Purchase	1,00,000	1,015.69	1
September 29, 2008	Purchase	40,000	676.64	1
June 18, 2009	Bonus	2,55,226	-	1
May 30, 2011	Purchase	5,000	1,156.61	1
June 20, 2011	Purchase	10,000	1,082.80	1
August 5, 2011	Purchase	5,000	1,052.44	1
August 5, 2011	Purchase	5,000	1,051.54	1
August 5, 2011	Purchase	5,000	1,058.52	1
August 5, 2011	Purchase	5,000	1,051.78	1
April 1, 2012	Purchase	45,000	1,101.33	1
September 21, 2016	Sale	40,452	2,401.30	1
June 6, 2017	Tendered in buyback offer	22,890	2,850.00	1
June 4, 2018	Bonus	5,27,110	-	1
	Total	**10,54,220**		
Tata Steel Limited				
April 4, 2014	Acquired through amalgamation of Kalimati Investment Company Limited	24,400	0.31	1
June 6, 2017	Tendered in buyback offer	596	2,850.00	1
June 4, 2018	Bonus	23,804	-	1
	Total	**47,608**		
Tata Industries Limited				
June 18, 2009	Bonus	5,14,850	-	1
May 11, 2015	Sale	42,334	2,546.89	1
May 11, 2015	Sale	1,08,816	2,550.37	1
January 18, 2017	Sale	1,00,000	2,276.14	1
January 19, 2017	Sale	50,000	2,289.29	1
January 19, 2017	Sale	1,00,000	2,288.11	1
January 20, 2017	Sale	30,000	2,282.12	1
January 20, 2017	Sale	50,000	2,283.67	1
January 20, 2017	Sale	30,000	2,281.31	1
June 6, 2017	Tendered in buyback offer	90	2,850.00	1
June 4, 2018	Bonus	3,610	-	1
	Total	**7,220**		
The Tata Power Company Limited				
December 4, 2001	Purchase	9	15.51	10
May 5, 2004	Split (from ₹ 10 to ₹ 1)	90	1.55	1
May 5, 2004	Bonus	23	-	1

7. Confirmations from the Company as per the provisions of the Buyback Regulations and the Companies Act

7.1 The funds borrowed, if any, from banks and financial institutions will not be used for the Buyback;

7.2 The Company shall not issue any equity shares or other securities (including by way of bonus) till the date of closure of the Buyback;

7.3 The Company shall pay the consideration only by way of cash;

7.4 The Company shall not raise further capital for a period of one year from the closure of the Buyback, except in discharge of subsisting obligations;

7.5 The Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or the Public Announcement for the Buyback is made;

7.6 The Company shall not buyback locked-in shares and non-transferable shares or other specified securities till the pendancy of the lock-in or till the shares or other specified securities become transferable;

7.7 The Company shall transfer from its free reserves a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;

7.8 The Company shall not buyback its Equity Shares from any person through a negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;

7.9 The Company confirms that there are no defaults subsisting in repayment of deposits, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend, or repayment of any term loans or interest payable thereon to any financial institution or banking company;

7.10 The ratio of the aggregate of secured and unsecured debts owed by the Company after the Buyback will not be more than twice the paid-up capital and free reserves after the Buyback; and

7.11 The Buyback shall be completed within a period of one year from the date of passing of the special resolution.

8. Confirmations from the Board

The Board of Directors of the Company has confirmed that it has made a full enquiry into the affairs and prospects of the Company and has formed the opinion that:

8.1 Immediately following the date of the Board Meeting, and the date on which the result of shareholders' resolution passed by way of Postal Ballot/E-voting ("**Postal Ballot Resolution**") was declared, approving the Buyback, there will be no grounds on which the Company could be found unable to pay its debts;

8.2 As regards the Company's prospects for the year immediately following the date of the Board Meeting approving the Buyback as well as for the year immediately following the date of the Postal Ballot Resolution, and having regard to the Board's intention with respect to the management of Company's business during that year and to the amount and character of the financial resources which will in the Board's view be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the Board Meeting as also from the date of the Postal Ballot Resolution;

8.3 In forming an opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities), as if the Company was being wound up under the provisions of the Companies Act, 2013/ Insolvency and Bankruptcy Code, 2016, as applicable.

9. Report addressed to the Board of Directors by the Company's Auditors on permissible capital payment and opinion formed by directors regarding insolvency

The text of the Report dated June 15, 2018 of B S R & Co. LLP, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

The Board of Directors
Tata Consultancy Services Limited
9th Floor, Nirmal Building
Nariman Point
MUMBAI 400 021

Dear Sirs

Statutory Auditors' Report in respect of proposed buy back of equity shares by Tata Consultancy Services Limited ('the Company') in terms of clause (xi) of Part A of Schedule II of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended (the "SEBI Buyback Regulations")

1. This report is issued in accordance with the terms of our engagement letter dated 15 June 2018. The Board of Directors of Tata Consultancy Services Limited have approved a proposed buy-back of equity shares by the Company at its meeting held on 15 June 2018, in pursuance of the provisions of Section 68, 69 and 70 of the Companies Act, 2013 ('**the Act**') and the SEBI Buyback Regulations.

2. The accompanying Statement of permissible capital payment ('**Annexure A**') as at 31 March 2018 (hereinafter referred together as the "**Statement**") is prepared by the management, which we have initialed for identification purposes only.

Management's Responsibility for the Statement

3. The preparation of the Statement in accordance with Section 68 (2)(c) of the Companies Act, 2013 and the compliance with the SEBI Buyback Regulations, is the responsibility of the Management of the Company, including the computation of the amount of the permissible capital payment, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

Auditors' Responsibility

4. Pursuant to the requirements of the SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
   i. whether we have inquired into the state of affairs of the Company in relation to the audited standalone financial statements for the year ended 31 March 2018;
   ii. if the amount of permissible capital payment as stated in Annexure A, has been properly determined considering the audited standalone financial statements in accordance with Section 68(2)(c) of the Act; and
   iii. if the Board of Directors in their meeting dated 15 June 2018, have formed the opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from that date.

5. The standalone financial statements referred to in paragraph 4 above, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our report dated 19 April 2018.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on inquiries conducted and our examination as above, we report that:
   a) We have inquired into the state of affairs of the Company in relation to its audited standalone financial statements as at and for the year ended 31 March 2018;
   b) The amount of permissible capital payment (including premium) towards the proposed buyback of equity shares as computed in the Statement attached herewith is, in our view properly determined in accordance with Section 68 (2) (c) of the Act. The amounts of share capital and free reserves have been extracted from the audited standalone financial statements of the Company as at and for the year ended 31 March 2018; and
   c) The Board of Directors of the Company, in their meeting held on 15 June 2018 have formed their opinion as specified in clause (x) of Part A of Schedule II to the SEBI Buyback Regulations, on reasonable grounds and that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of passing the Board meeting resolution dated 15 June 2018.

Restriction on Use

9. This report has been issued at the request of the Company solely for use of the Company (i) in connection with the proposed buy-back of equity shares of the Company in pursuance to the provisions of Sections 68 and other applicable provisions of the Companies Act, 2013 and the SEBI Buyback Regulations, (ii) to enable the Board of Directors of the Company to include in the public announcement, draft letter of offer, letter of offer and other documents pertaining to buy-back to be sent to the shareholders of the Company or filed with (a) the Registrar of Companies, Securities and Exchange Board of India, stock exchanges, public shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the managers, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Amit Somani
Partner
Membership No: 060154

Mumbai
15 June 2018

Annexure A:

Statement of permissible capital payment

Particulars	Amount (Rs. in crore)
Paid up equity share capital as on 31 March 2018 (191,42,87,591 equity shares of face value Re.1 each)	191
Free reserves as on 31 March 2018	
- Retained earnings	74,080
Total	**74,271**
Maximum amount permissible for buyback under Section 68 of the Companies Act, 2013 (25% of the total paid up capital and free reserves)	18,568
Amount proposed by Board Resolution dated 15 June 2018 approving the Buyback, subject to shareholders approval by special resolution, based on the audited accounts for the year ended 31 March 2018	16,000

10. Record Date and Shareholder Entitlement

10.1 As required under the Buyback Regulations, the Company has announced **August 18, 2018** as the record date ("**Record Date**") for the purpose of determining the entitlement and the names of the Shareholders who will be eligible to participate in the Buyback.

10.2 In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("**Letter of Offer**") along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback.

10.3 The Equity Shares proposed to be bought back by the Company shall be divided into two categories: (i) reserved category for Small Shareholders (defined below) and (ii) the general category for all other Eligible Shareholders.

10.4 As defined under the Buyback Regulations, a "**Small Shareholder**" is an Eligible Shareholder who holds Equity Shares having market value, on the basis of closing price on BSE or NSE, on which the highest trading volume in respect of the Equity Shares on the Record Date was recorded, of not more than ₹ 200,000 (Rupees Two Lakhs Only).

10.5 In accordance with Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buy back or the number of Equity Shares entitled as per the shareholding of Small Shareholders, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

10.6 On the basis of the shareholding as on the Record Date, the Company will determine the entitlement of each Eligible Shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of Buyback applicable in the category to which such Eligible Shareholder belongs. The final number of Equity Shares the Company will purchase from each Eligible Shareholder will be based on the total number of Equity Shares tendered. Accordingly, the Company may not purchase all of the Equity Shares tendered by the Eligible Shareholders in the Buyback.

10.7 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

10.8 The participation of the Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders may opt to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any.

10.9 The maximum tender under the Buyback by any Eligible Shareholder should not exceed the number of Equity Shares held by the Eligible Shareholder as on the Record Date.

10.10 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in Buyback Regulations. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the Buyback.

10.11 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders as on the Record Date.

11. Process and Methodology to be Adopted for the Buyback

11.1 The Buyback is open to all Eligible Shareholders / beneficial owners of the Company holding Equity Shares either in physical or

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वीज निर्मितीत ३३ टक्के घट

महेश बोकडे, नागपूर

नियामक आयोगाने वीज निर्मितीबाबत दिलेल्या उद्दिष्टाची पूर्तता महाराष्ट्र राज्य वीजनिर्मिती कंपनीचा (महानिर्मिती) एकही प्रकल्प करू शकला नाही. त्यामुळे २०१७-१८ या आर्थिक वर्षात एकूण उद्दिष्टांच्या तुलनेत ३३ टक्के कमी वीजनिर्मिती झाल्याचे महानिर्मितीने आयोगाकडे केलेल्या दरवाढीच्या याचिकेतून स्पष्ट झाले आहे.

वीजनिर्मितीपासून तर वितरणापर्यंतच्या सर्व निर्णयासाठी राज्य वीज नियामक आयोगाची परवानगी घ्यावी लागते. त्यानुसार महानिर्मितीकडून दरवर्षी राज्यातील विविध प्रकल्पातून किती वीजनिर्मिती करणार हे सांगावे लागते. २०१७-१८ या वर्षी महानिर्मितीने सर्व प्रकल्पातून ६८५३०.६ दशलक्ष युनिट वीजनिर्मिती करण्याचे उद्दिष्ट दिले होते व त्याला आयोगाकडून मंजुरी घेतली, परंतु नागपूर जिल्ह्यातील खापरखेडा, कोराडीसह राज्यातील एकाही वीजनिर्मिती प्रकल्पात निर्मितीचे उद्दिष्ट पूर्ण झाले नाही. गेल्या उन्हाळ्यात राज्यात मागणीच्या तुलनेत वीजनिर्मिती कमी झाली होती. त्यामुळे भारनियमन टाळण्यासाठी महावितरणला जास्त दरात खुल्या बाजारातून वीज खरेदी करावी लागली होती. याचा भुर्दंड वीज ग्राहकांवरच टाकण्यात आला आहे.

महावितरण, महापारेषण, महानिर्मिती या कंपन्यांनी वीज दरवाढीसंदर्भातील प्रस्ताव नियामक आयोगाकडे सादर केला असून यावर सुनावणी सुरू आहे, परंतु वीजनिर्मिती कमी होत असेल तर दर कमी होणार की वाढणार? असा प्रश्न या क्षेत्रातील जाणकारांनी केला आहे.

महाराष्ट्र वीज ग्राहक संघटनेचा वीज दरवाढीला विरोध आहे. सध्याच्या स्थितीत महानिर्मिती आणि रत्न इंडियाची वीज सर्वात महाग म्हणजे प्रती युनिट ४१५ रुपये आहे, तर महानिर्मितीसह राज्यातील सर्व कंपन्या मिळून विजेचा सरासरी दर ३.८० रुपये प्रती युनिट होतो. या दोन कंपनीच्या व्यतिरिक्त इतर खासगी कंपन्यांकडून करारावर महावितरणला केवळ २.५० रुपये प्रती युनिट दराने वीज मिळते. त्यामुळे महागड्या विजेमुळे ग्राहकांवर सुमारे ५० पैसे प्रती युनिटचा बोजा पडत आहे. महानिर्मितीचे वीज दर कमी करण्यासह शासनाने त्यांच्या वीज धोरणात तुरुस्ती करण्याची गरज आहे.

– **प्रताप होगाडे**, अध्यक्ष, महाराष्ट्र वीज ग्राहक संघटना.

आंदोलकांना शांत करण्यासाठी राज्य सरकारचा निर्णय

विशेष प्रतिनिधी, नवी दिल्ली



गेल्या काही दिवसांत राज्यभर मराठा आंदोलकांविरोधात दाखल करण्यात आलेले गुन्हे मागे घेण्यात येणार आहेत. प्रत्येक जिल्ह्यात आंदोलकांविरोधातील गुन्ह्यांची माहिती देण्याची सूचना राज्यातील सर्व पोलीस अधीक्षकांना देण्यात आली आहे. आरक्षणाच्या मुद्द्यावरून आक्रमक झालेल्या मराठा आंदोलकांना शांत करण्यासाठी फडणवीस सरकारने हे पाऊल उचलले आहे.

आरक्षणावरून राज्यातील मराठा आंदोलकांच्या उद्रेकाच्या पार्श्वभूमीवर मुख्यमंत्री देवेंद्र फडणवीस यांनी सोमवारी पंतप्रधान नरेंद्र मोदी यांची भेट घेतली. दोघांमध्ये सुमारे दीड तास चर्चा झाली. मराठा आंदोलनासंदर्भात राज्य सरकारने घेतलेल्या निर्णयांची सविस्तर माहिती फडणवीस यांनी मोदींना दिल्याचे समजते. राज्य मागासवर्ग आयोगाचा अहवाल राज्य सरकार न्यायालयात मांडणार आहे. न्यायालयाच्या आदेशाच्या चौकटीत राहून मराठा समाजाला आरक्षण देण्याची भूमिका फडणवीस सरकारने घेतली आहे. नोव्हेंबर महिन्यापर्यंत मराठा आरक्षणाचा प्रश्न सोडवला जाईल, असे मुख्यमंत्री फडणवीस यांनी स्पष्ट केले आहे. या पार्श्वभूमीवर फडणवीस आणि मोदी यांच्यात या प्रश्नाबाबत पुढील रणनीती ठरवण्याबाबत सविस्तर चर्चा झाल्याचे समजते.

या बैठकीनंतर फडणवीस, प्रदेशाध्यक्ष रावसाहेब दानवे आणि पक्षाध्यक्ष अमित शहा यांच्यातही मराठा आरक्षणासंदर्भात चर्चा झाल्याचे समजते. मराठा आरक्षण विधिमंडळात कायदा करून सोडवायचा की, राष्ट्रीय स्तरावर संसदेत विविध जातींच्या आरक्षणाचा प्रश्न हाताळून सोडवायचा यावर भाजपनेतृत्व विचार करत आहे. पुढील नऊ महिन्यांत आगामी लोकसभा निवडणुकीला सामोरे जावे लागणार असल्याने जाती आरक्षणाचा प्रश्न सोडवण्यासाठी भाजपने गांभीर्याने पावले टाकण्याचा निर्णय घेतला असल्याचे समजते.



आंबेनळी घाटात लोखंडी कठडे लावण्याचे १३ लाख रुपयांचे कंत्राट एप्रिल २०१८ मध्ये मंजूर करण्यात आले होते. पावसाळ्यापूर्वी हे काम पूर्ण झाले असते तर कदाचित नुकताच झालेला अपघात टळून ३० जणांचे जीवही वाचले असते. दुर्घटनेनंतर सार्वजनिक बांधकाम विभागाने घटनास्थळी बांबू आणि लाकडाचे कठडे लावले होते. याबाबतचे वृत्त 'लोकसत्ता'ने दिनांक ३ ऑगस्टच्या अंकात प्रसिद्ध केले. त्याची दखल घेऊन बांधकाम विभागाने चूक सुधारली आणि ४८ तासांच्या आत बांबूचे कठडे हटवून लोखंडी कठडे बसवले.

बक्षिसाच्या आमिषाने गंडा

(पान १वरून) लाख रुपयांचे बक्षीस दिले जाते.

गेल्या काही दिवसांमध्ये शहरातल्या दर्शकांना तुम्ही विजेते ठरलात, तुम्हाला १५ लाखांचे बक्षीस देण्यात येत आहे, अशी माहिती देणारे दूरध्वनी येत आहेत. त्यांना व्हॉट्सॲपच्या माध्यमातून सिलेक्शन कार्डही पाठवली जात आहेत. या कार्डावर दर्शकाचे नाव, त्याचे छायाचित्र, वाहिनीच्या बोधचिन्हाचा समावेश आहे. त्यापुढे बक्षिसाचे १५ लाख मिळवण्यासाठी काही पैसे भरावे लागतील, असे सांगून बँक खाते आणि अन्य तपशील जोडले जात आहेत. वाहिनीच्या कार्यालयात बक्षिसाच्या रकमेसाठी पाठपुरावा करण्यासाठी आलेल्यांपैकी काही दर्शकांनी दहा ते वीस हजार रुपये या खात्यांमध्ये भरले. तरी त्यांना बक्षिसाची रक्कम मिळाली नाही. त्यामुळे त्यांनी वाहिनीकडे विचारणा केली, तेव्हा यातील गैरप्रकार उघडकीस आला.

'लोकसत्ता'ला मिळालेल्या माहितीनुसार हा प्रकार लक्षात येताच वाहिनीने चौकशी केली. त्यातून नवीच माहिती पुढे आली. ज्या दूरध्वनी क्रमांकावरून दर्शकांना बक्षिसाची माहिती दिली गेली तो वाहिनीच्या लोअर परळ येथील कार्यालयाचा आहे. वाहिनीने केलेल्या तपासात मात्र तशा प्रकारचा दिवसी, वेळी संबंधित व्यक्तीला कार्यालयातून दूरध्वनी केलेलाच नाही. त्यामुळे वाहिनीने सोमवारी महाराष्ट्र सायबरकडे लेखी तक्रार दिली. काही दर्शकांना व्हॉट्सॲपवर आलेले सिलेक्शन कार्ड, लघुसंदेश, दर्शकांनी संबंधित बँक खात्यात केलेल्या आर्थिक व्यवहारांचे पुरावे जोडले आहेत. हे प्रकरण ना. म. जोशी मार्ग पोलिसांकडे तपासाला देण्यात आल्याची माहिती मिळाली आहे.

> **अनेक प्रकरणांमध्ये लाखो रुपयांच्या बक्षिसाचे आमिष दाखवून फसवणुकीचा सापळा रचला जातो. त्यामुळे अशा बाबतीत खातरजमा केल्याशिवाय आर्थिक व्यवहार करू नये.**
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> – **बलसिंग राजपूत**, महाराष्ट्र सायबरचे अधीक्षक

दरम्यान, आमच्या वाहिनीवरील एका कार्यक्रमाचा उल्लेख करून काही गैरप्रकार घडलेत. त्याबाबत सायबर विभागाकडे अधिकृत, लेखी तक्रार केली आहे. तसेच काही प्रतिबंधात्मक उपाय योजले आहेत. असे प्रकार घडल्यास दर्शकांनी ते वाहिनीपर्यंत पोहोचवावेत, अशी प्रतिक्रिया स्टार प्लसच्या प्रवक्त्याने दिली.

सरकारी कर्मचारी संपावर

(पान १वरून) सातव्या वेतन आयोगाचे लाभ देण्याचे मान्य करण्यात आले आहे. महागाई भत्त्याची थकबाकीही मिळणार आहे, त्यामुळे अधिकारी महासंघाने संपात सहभागी व्हायचे नाही, असे ठरविले आहे, अशी माहिती राजपत्रित अधिकारी महासंघाचे मुख्य सल्लागार ग. दि. कुलथे यांनी दिली. मात्र कर्मचाऱ्यांच्या संपाला महासंघाचा पाठिंबा असेल, असे त्यांनी सांगितले. महाराष्ट्र राज्य जिल्हा परिषद आरोग्य कर्मचारी संघटनेने संपातून माघार घेतल्याचे रात्री उशिरा जाहीर केले.

मुंबईत सोमवारी झालेल्या महाराष्ट्र कर्मचारी संघटना समन्वय समितीतील घटक संघटनांच्या बैठकीत संपाचा निर्णय कायम ठेवण्यात आला असून, त्यात कोणताही बदल करण्यात आलेला नाही, असे बृहन्मुंबई सरकारी कर्मचारी संघटनेचे अध्यक्ष मिलिंद सरदेशमुख यांनी सांगितले. या बैठकीला गजानन शेटे, विश्वास काटकर, अनिवाश दौंड, अनिल लवेकर, भिकू सावंत, आदी प्रमुख पदाधिकारी उपस्थित होते.

संपात महाविद्यालयीन शिक्षकेतर कर्मचारी सहभागी होणार आहेत, असे शिक्षक-शिक्षकेतर कर्मचारी समन्वय समितीचे सरचिटणीस आर.बी. सिंह यांनी जाहीर केले. त्याचबरोबर मुंबई मुख्याध्यापक संघटना व मुंबई कायम विनाअनुदानित-अनुदानित शाळा कृती समितीने संपाला पाठिंबा दिला असल्याचे संघटनेचे सचिव प्रशांत रमेश रेडीज यांनी सांगितले.

सातव्या वेतन आयोगासाठी...

राज्य कर्मचाऱ्यांना सातवा वेतन आयोग लागू करण्यासाठी अभ्यास करण्याकरिता के.पी.बक्षी यांच्या अध्यक्षतेखाली वेतन सुधारणा समिती स्थापन करण्यात आली आहे. मात्र काही कारणाने समितीला अहवाल देण्यास विलंब झाल्यास, १ जानेवारी २०१९ पासून केंद्र शासनाच्या वेतन निश्चिती सुत्रानुसार वेतन देण्यास तत्वतः सहमती देण्यात येत आहे, त्यासंबंधीचा तपशीलवार शासन आदेश स्वतंत्रपणे जारी केला जाईल, असे वित्त विभागाने म्हटले आहे.

शिस्तभंगाची कारवाई

सरकारी कर्मचारी संघटनांनी पुकारलेल्या संपात सहभागी होणाऱ्या कर्मचाऱ्यांवर शिस्तभंगाची कारवाई केली जाईल, असा इशारा राज्य शासनाने दिला आहे. रात्री उशिरा त्यासंबंधीचे परिपत्रक जारी करुन कर्मचारी संपात सहभागी होणार नाहीत, याबाबत खबरदारी घ्यावी, अशा सूचना विभाग प्रमुख व कार्यालय प्रमुखांना देण्यात आल्या आहेत.

राज्याच्या अंतर्गत भागात जोरदार पावसाचे सुचिन्ह!

प्रतिनिधी, पुणे

उत्तर पश्चिम बंगालच्या उपसागरामध्ये कमी दाबाचे क्षेत्र निर्माण झाले असल्याने राज्याच्या अंतर्गत भागामध्ये जोरदार पावसाचे सुचिन्ह निर्माण झाले आहे.

सुमारे आठवडाभर पावसाने विश्रांती घेतल्यानंतर सध्या अनेक ठिकाणी हलक्या सरी कोसळत आहेत. कमी दाबाचे क्षेत्र तीव्र झाल्यास हलक्या सरींचे रूपांतर जोरदार पावसात होऊ शकते. मात्र, तत्पूर्वी पुढील दोन दिवस कोकणात बहुतांश ठिकाणी, तर मध्य महाराष्ट्रात काही ठिकाणी पावसाच्या हलक्या सरी पडणार असल्याचा अंदाज हवामान विभागाकडून व्यक्त करण्यात आला आहे.

अरबी समुद्र आणि बंगालच्या उपसागरातील कमी दाबाचे क्षेत्र नाहीसे झाल्यानंतर राज्यात पावसाने मोठी विश्रांती घेतली होती. मात्र, उत्तर प्रदेश आणि गुजराजच्या समुद्र किनारपट्टीच्या भागामध्ये कमी दाबाचे क्षेत्र निर्माण होऊन कोकणात हलक्या सरींनी हजेरी लावली. त्याचप्रमाणे मध्य महाराष्ट्र आणि विदर्भातही काही ठिकाणी तीन दिवसांपासून पावसाच्या सरी कोसळल्या. राज्याच्या अंतर्गत भागात जोरदार पावसासाठी बंगालच्या उपसागरामध्ये कमी दाबाचे क्षेत्र निर्माण होण्याची आवश्यकता होती. त्यानुसार सध्या उत्तर पश्चिम बंगालच्या उपसागरामध्ये कमी दाबाचे क्षेत्र निर्माण झाले आहे. पुढील चोवीस तासांमध्ये त्याचे स्वरूप तीव्र होण्याची शक्यता आहे. हे क्षेत्र पुढील तीन ते चार दिवसांत दक्षिण-पश्चिम दिशेने सरकणार असल्याचा अंदाज आहे. तसे घडल्यास राज्याच्या अंतर्गत भागात पावसाचा जोर वाढू शकेल. सोमवारी कोकण, घाटमाथा वगळता राज्याच्या उर्वरित भागात पावसाने हजेरी लावली नाही.

TATA CONSULTANCY SERVICES LIMITED

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021. Tel: +91 22 67789696 Fax : +91 22 66303672 Email: investor.relations@tcs.com website: www.tcs.com# Corporate Identity No. (CIN): L22210MH1995PLC084781

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TATA CONSULTANCY SERVICES LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH A TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY BACK OF SECURITIES) REGULATIONS, 1998, AS AMENDED.

11.3 For the implementation of the Buyback, the Company has appointed JM Financial Services Limited as the registered broker to the Company (**"Company Broker"**) to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company Broker are as follows:

JM Financial Services Limited
5th Floor, Cnergy, Appasaheb Marathe Marg,
Prabhadevi, Mumbai - 400 025, India.
Tel : +91 22 6704 3000, Fax : +91 22 6761 7222
Contact Person: Mr. Kinnar Darji; Tel.: +91 22 6704 3503
Email: kinnar.darji@jmfl.com, Website: www.jmfinancialservices.in
SEBI Registration Number: INB-INF011054831 (BSE);
INB/INE/INF231054835 (NSE)
Corporate Identity Number: U67120MH1998PLC115415

11.4 **Separate acquisition window ("Acquisition Window") will be provided by Stock Exchanges to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be specified by the Stock Exchanges from time to time. For the purpose of this Buyback, BSE has been appointed as the 'Designated Stock Exchange'.**

11.5 At the beginning of the tendering period, the order for buying Equity Shares shall be placed by the Company through the Company Broker. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers (**"Seller Member(s)"**) during normal trading hours of the secondary market. The Seller Members can enter orders for dematerialized shares as well as physical shares.

11.6 **Procedure to be followed by Eligible Shareholders holding Equity Shares in Dematerialised Form**

11.6.1 Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialised form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.

11.6.2 The Seller Member would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Before placing the order/bid, the Eligible Shareholder would be required to transfer the tendered Equity Shares to the special account of the clearing corporations (referred to as the **"Clearing Corporation"**) by using the early pay-in mechanism as prescribed by the Stock Exchanges or the Clearing Corporation prior to placing the bid by the Seller Member.

11.6.3 The details of the special account of the Clearing Corporation and the settlement number shall be informed in the issue opening circular that will be issued by the Stock Exchanges and/or the Clearing Corporation.

11.6.4 For custodian participant orders for dematerialized Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders no later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, any order modification shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

11.6.5 Upon placing the bid, the Seller Member shall provide a Transaction Registration Slip (**"TRS"**) generated by the Exchange Bidding System to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of order submitted such as bid ID number, application number, Depository Participant ID, client ID, number of Equity Shares tendered, etc.

11.7 **Procedure to be followed by Eligible Shareholders holding Equity Shares in Physical Form**

11.7.1 Eligible Shareholders who are holding Equity Shares in physical form and intend to participate in the Buyback will be required to approach their respective Seller Member(s) along with the complete set of documents for verification procedures to be carried out. Such documents include (i) the tender form duly signed (by all Shareholders in case shares are in joint names) in the same order in which they hold the shares (ii) original Equity Share certificate(s), (iii) valid share transfer form(s) i.e. Form SH-4 duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of the Eligible Shareholder's PAN card, (v) any other relevant documents such as, but not limited to, duly attested power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original Eligible Shareholder has deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

11.7.2 Based on the aforesaid documents, the Seller Member shall place the bid on behalf of the Eligible Shareholder who is holding Equity Shares in physical form and intend to tender Equity Shares in the Buyback using the Acquisition Window of the Stock Exchanges. Upon placing the bid, the Seller Member shall provide a TRS generated by the Exchange Bidding System to the Eligible Shareholder. The TRS will contain the details of order submitted such as folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

11.7.3 The Seller Member / Eligible Shareholder is required to deliver the original Equity Share certificate(s) and documents (as mentioned in Paragraph 11.7.1 above) along with the TRS either by registered post or courier or hand delivery to the registrar to the Buyback i.e. Link Intime India Private Limited (**"Registrar"**) at the address mentioned at Paragraph 14 below or the collection centre of the Registrar details of which will be included in the Letter of Offer within 2 days of bidding by Seller Member. The envelope should be super-scribed as **"TCS Buyback Offer 2.0 2018"**. One copy of the TRS will be

11.8 Modification/cancellation of orders will only be allowed during the tendering period of the Buyback.

11.9 The cumulative quantity of Equity Shares tendered shall be made available on the website of the Stock Exchanges (NSE's website: www.nseindia.com; BSE's website: www.bseindia.com) throughout the trading session and will be updated at specific intervals during the tendering period.

12. **Method of Settlement**

12.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

12.1.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

12.1.2 The Company will pay the consideration to the Company Broker which will transfer the consideration pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders. If any Eligible Shareholder's bank account details are not available or if the fund transfer instruction is rejected by the Reserve Bank of India or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Seller Members' for onward transfer to such Eligible Shareholder.

12.1.3 The Equity Shares bought back in dematerialized form would be transferred directly to the escrow account of the Company (**"Company Demat Escrow Account"**) provided it is indicated by the Company Broker or it will be transferred by the Company Broker to the Company Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of the Stock Exchanges.

12.1.4 Eligible Shareholder will have to ensure that they keep their depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non-acceptance of shares under the Buyback. Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to the shareholder. Any excess Equity Shares, in physical form, pursuant to proportionate acceptance / rejection will be returned back to the Eligible Shareholders directly by the Registrar. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares, in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.

12.1.5 The Seller Member would issue contract note for the Equity Shares accepted under the Buyback. The Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.1.6 Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member for payment to them of any cost, charges and expenses (including brokerage) that may be levied by the Seller Member upon the selling Eligible Shareholders placing the order to sell the shares on behalf of the shareholders. The Buyback consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Manager to the Buyback and the Company accept no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Eligible Shareholders.

12.1.7 The Equity Shares lying to the credit of the Company Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

13. **Compliance Officer**
The Company has designated the following as the Compliance Officer for the Buyback:
Mr. Rajendra Moholkar
Company Secretary
Registered office:
9th Floor, Nirmal Building,
Nariman Point
Mumbai 400 021
CIN: L22210MH1995PLC084781
Tel: +91 22 67789696
E-mail: investor.relations@tcs.com, website: www.tcs.com

In case of any clarifications or to address investor grievance, the Eligible Shareholders may contact the Compliance Officer, on all working days, from Monday to Friday between 10 am to 5 pm, at the above mentioned address.

14. **Registrar to the Offer/Registrar**
LINKIntime
Link Intime India Private Limited
C-101, 247 Park,
L.B.S. Marg
Vikhroli (West)
Mumbai 400 083
Tel: +91 22 4918 6300
Fax: +91 22 4918 6195
Contact Person: Mr. Sumeet Deshpande

15. **Manager to the Buyback**
JM FINANCIAL
JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg, Prabhadevi,
Mumbai – 400025, Maharashtra, India
Tel: +91 22 6630 3030
Fax: +91 22 6630 3330
Contact Person: Ms. Prachee Dhuri
Email: tcs.buyback2018@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361
Corporate Identity Number: L67120MH1986PLC038784

16. **Directors' Responsibility**
As per Regulation 19(1)(a) of the Buyback Regulations, the Board accepts full and final responsibility for the information contained in this Public Announcement and confirms that this Public Announcement contains true, factual and material information and does not contain any misleading information.

For and behalf of the Board of Directors of
TATA CONSULTANCY SERVICES LIMITED

Sd/-
Rajesh Gopinathan
(CEO and Managing Director)
DIN: 06365813

Sd/-
N Ganapathy Subramaniam
(COO and Executive Director)
DIN: 07006215

Sd/-
Rajendra Moholkar
(Company Secretary)
Membership Number: A8644

Date: August 6, 2018
Place:Mumbai